

City Council

Agenda

TUESDAY, July 16, 2013
City Hall, Council Chambers
749 Main Street
7:00 PM

1. CALL TO ORDER

2. PLEDGE OF ALLEGIANCE

3. APPROVAL OF AGENDA

4. PUBLIC COMMENTS ON ITEMS NOT ON THE AGENDA

It is requested that public comments be limited to 3 minutes. When several people wish to speak on the same position on a given item, they are requested to select a spokesperson to state that position.

5. CONSENT AGENDA

The following items on the City Council Agenda are considered routine by the City Manager and shall be approved, adopted, accepted, etc., by motion of the City Council and roll call vote unless the Mayor or a City Council person specifically requests that such item be considered under "Regular Business." In such an event the item shall be removed from the "Consent Agenda" and Council action taken separately on said item in the order appearing on the Agenda. Those items so approved under the heading "Consent Agenda" will appear in the Council Minutes in their proper order.

A. Approval of Bills

B. Approval of Minutes July 2, 2013

C. Approve Resolution No. 39, Series 2013 – a Resolution Establishing Refuse, Recyclables and Compostables Collection and Disposal Fees Effective August 1, 2013 for the City of Louisville, Colorado

6. COUNCIL INFORMATIONAL COMMENTS ON PERTINENT ITEMS NOT ON THE AGENDA (Council general comments are scheduled at the end of the Agenda.)

7. CITY MANAGER'S REPORT

8. REGULAR BUSINESS

A. RECOGNITION OF CLAIRE VICTOR, CML ESSAY CONTEST WINNER

Presentation

Citizen Information

If you wish to speak at the City Council meeting, please fill out a sign-up card and present it to the City Clerk.

Persons with disabilities planning to attend the meeting who need sign language interpretation, assisted listening systems, Braille, taped material, or special transportation, should contact the City Manager's Office at 303 335-4533. A forty-eight-hour notice is requested.

B. COMMUNITY FOOD SHARE GRANT RECIPIENT PRESENTATION

Presentation

C. ASSOCIATION FOR COMMUNITY LIVING GRANT RECIPIENT PRESENTATION

Presentation

D. RESOLUTION NO. 32, SERIES 2013 – A RESOLUTION DESIGNATING THE LACKNER TAVERN LOCATED AT 1006 PINE STREET A HISTORIC LANDMARK - *Staff requests continuance to 08/06/13*

Mayor Opens Public Hearing

Staff Presentation

Public Comments (Please limit to three minutes each)

Council Questions & Comments

Mayor Closes Public Hearing

Action

E. ORDINANCE NO. 1635, SERIES 2013 – AN ORDINANCE APPROVING THE VACATION OF AN EXISTING 25 FOOT SEWER AND WATER EASEMENT LOCATED WITHIN TRACT I, LOUISVILLE NORTH 7TH FILING WITHIN THE CITY OF LOUISVILLE – 2ND READING (Advertised *Daily Camera* 07/07/13)

Mayor Opens Public Hearing

Staff Presentation

Public Comments (Please limit to three minutes each)

Council Questions & Comments

Mayor Closes Public Hearing

Action

F. RESOLUTION NO. 38, SERIES 2013 - A RESOLUTION APPROVING THE PROPERTY TAX INCREMENT REBATE AGREEMENT PURSUANT TO THE INTERGOVERNMENTAL AGREEMENT BETWEEN THE LOUISVILLE REVITALIZATION COMMISSION AND THE CITY OF LOUISVILLE

Staff Presentation

Public Comments (Please limit to three minutes each)

Council Questions & Comments

Action

G. DISCUSSION/DIRECTION/ACTION CITY SERVICES FACILITY LOCATION

Staff Presentation
Public comments (Please limit to three minutes each)
Council Questions & Comments
Action

H. ORDINANCE NO. 1634, SERIES 2013 - AN ORDINANCE AMENDING CHAPTER 17.14 OF THE LOUISVILLE MUNICIPAL CODE TO ALLOW FOR DUPLEXES IN THE MIXED-USE RESIDENTIAL (MU-R) ZONE DISTRICT AND TO MODIFY THE LAND USE PLAN INCORPORATED AS “EXHIBIT A” – 2ND READING (Advertised Daily Camera 07/07/13)

Mayor Opens Public Hearing
Staff Presentation
Public Comments (Please limit to three minutes each)
Council Questions & Comments
Mayor Closes Public Hearing
Action

I. RESOLUTION NO. 3, SERIES 2013 – A RESOLUTION DESIGNATING THE LOUISVILLE GRAIN ELEVATOR LOCATED AT 540 COUNTY ROAD A HISTORIC LANDMARK – Public Hearing (advertised Daily Camera 12/2/12) continued from 1/8/13, 3/5/13 AND 5/21/13

Mayor Reopens Public Hearing
Staff Presentation
Public Comments (Please limit to three minutes each)
Council Questions & Comments
Additional Public Comments
Mayor Closes or Continues Public Hearing
Action

J. DISCUSSION/DIRECTION/ACTION SOUTH STREET UNDERPASS DESIGN

Staff Presentation
Public comments (Please limit to three minutes each)
Council Questions & Comments
Action

K. DISCUSSION/DIRECTION RECREATIONAL MARIJUANA

Staff Presentation
Public comments (Please limit to three minutes each)
Council Questions & Comments
Action

- L. ORDINANCE NO. 1636, SERIES 2013 – AN ORDINANCE AUTHORIZING THE ISSUANCE AND SALE OF THE CITY OF LOUISVILLE, COLORADO, WATER AND WASTEWATER ENTERPRISE REVENUE REFUNDING BONDS, SERIES 2013, PAYABLE SOLELY OUT OF THE NET REVENUES TO BE DERIVED FROM THE OPERATION OF THE CITY’S WATER AND WASTEWATER ENTERPRISE; AND PROVIDING OTHER DETAILS CONCERNING THE BONDS, INCLUDING, WITHOUT LIMITATION, COVENANTS AND AGREEMENTS IN CONNECTION THEREWITH. 1ST READING – SET PUBLIC HEARING**

City Attorney Introduction
Action

- 9. CITY ATTORNEY’S REPORT**
- 10. COUNCIL COMMENTS, COMMITTEE REPORTS, AND IDENTIFICATION OF FUTURE AGENDA ITEMS**
- 11. ADJOURNMENT**

City of Louisville
Cash Disbursement Edit List

Batch: 83339 Period: 06/27/13

Vendor/ Remit#	Invoice Number	Description	Invoice Date	Due Date	Discount Date	Invoice Amount	Discount Amount	Payment Amount	Check Amount	
FOR BANK ACCOUNT: 4 FIRST NATIONAL BANK OF COLORAD Control Disbursement Account										
13808-1	ADRIENNE GASS									
	062013	REIMBURSE PROGRAM SUPPLIES	06/20/13	07/20/13	06/20/13	84.50	0.00	84.50	84.50	
13537-1	AMY LUMMUS									
	062713	JULY 4TH HENNA BOOTH	06/27/13	07/27/13	06/27/13	250.00	0.00	250.00	250.00	
13807-1	BENEFICIAL COLORADO INC									
	062113	EMPLOYEE GARNISHMENT PP#13	06/21/13	07/21/13	06/21/13	335.34	0.00	335.34	335.34	
13640-1	CHILD SUPPORT ENFORCE OFFICE									
	062113	EMPLOYEE GARNISHMENT PP#13	06/21/13	07/21/13	06/21/13	255.23	0.00	255.23	255.23	
10301-1	COLORADO COMMUNITY SHARES									
	063013	2ND QTR 2013 CONTRIBUTIONS	06/30/13	07/30/13	06/30/13	1,020.00	0.00	1,020.00	1,020.00	
8158-1	COLORADO DEPT OF REVENUE									
	062113	EMPLOYEE GARNISHMENT PP#13	06/21/13	07/21/13	06/21/13	50.00	0.00	50.00		
	062113A	EMPLOYEE GARNISHMENT PP#13	06/21/13	07/21/13	06/21/13	173.00	0.00	173.00	223.00	
5314-1	ELIZABETH PAYNE									
	062013	REIMBURSE PLANTER SUPPLIES	06/20/13	07/20/13	06/20/13	85.05	0.00	85.05	85.05	
655-1	FOOTHILLS UNITED WAY									
	063013	2ND QTR 2013 CONTRIBUTIONS	06/30/13	07/30/13	06/30/13	300.00	0.00	300.00	300.00	
6455-1	KAISER PERMANENTE									
	0015247568	05920-01-16 JUL 13 EMPL PREM	06/07/13	07/07/13	06/07/13	111,270.58	0.00	111,270.58	111,270.58	
9750-1	LEGALSHIELD									
	062513	#22554 JUN 13 EMPLOYEE PREMIUM	06/25/13	07/25/13	06/25/13	280.10	0.00	280.10	280.10	
7735-1	LINCOLN FINANCIAL GROUP									
	LIFE0713	000010008469 JUL 13 LIFE/AD&D	07/01/13	07/31/13	07/01/13	4,615.69	0.00	4,615.69		
	LTD0713	000010008470 JUL 13 LTD PREM	07/01/13	07/31/13	07/01/13	2,793.00	0.00	2,793.00	7,408.69	
207-1	LISA MERLY									
	062013	INVENTORY SCANNER BATTERIES	06/20/13	07/20/13	06/20/13	99.98	0.00	99.98	99.98	
1131-1	MINES AND ASSOCIATES PC									
	070113-42	JUL 13 EAP PREMIUMS	07/01/13	07/31/13	07/01/13	422.28	0.00	422.28	422.28	
7	TONY W PERKINS									
	062513	REIMBURSE EXP IT DIR INTERVIEW	06/25/13	07/25/13	06/25/13	566.87	0.00	566.87	566.87	
5	TERRANCE SAMPSELL									
	62203	REIMBURSE VEHICLE IMPOUND FEES	06/19/13	07/19/13	06/19/13	242.00	0.00	242.00	242.00	
13679-1	RYLAND HOMES									
	062613	REFUND OVERPAYMENT USE TAX	06/26/13	07/26/13	06/26/13	51,830.94	0.00	51,830.94	51,830.94	
8442-1	VISION SERVICE PLAN									
	VSP0713	12 059727 0001 JUL 13 EMP PREM	06/19/13	07/19/13	06/19/13	2,472.95	0.00	2,472.95	2,472.95	
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BANK TOTAL PAYMENTS						177,147.51	0.00	177,147.51	177,147.51	

City of Louisville
Cash Disbursement Edit List

Batch: 83339 Period: 06/27/13

Vendor/ Remit#	Invoice Number	Description	Invoice Date	Due Date	Discount Date	Invoice Amount	Discount Amount	Payment Amount	Check Amount	
GRAND TOTAL PAYMENTS						177,147.51	0.00	177,147.51	177,147.51	

City of Louisville
Cash Disbursement Edit List

Batch: 83424 Period: 07/05/13

Vendor/ Remit#	Invoice Number	Description	Invoice Date	Due Date	Discount Date	Invoice Amount	Discount Amount	Payment Amount	Check Amount	
FOR BANK ACCOUNT: 4 FIRST NATIONAL BANK OF COLORADO Control Disbursement Account										
6272-1	BOULDER COUNTY CLERK & RECORDER									
	070213	TAKODA BMP AGREE RECORDING FEE	07/02/13	08/01/13	07/02/13	126.00	0.00	126.00	126.00	
13134-1	DEFALCO CONSTRUCTION CO									
	PP1062113	2013 UTILITY PROJECT	06/24/13	07/24/13	06/24/13	49,124.45	0.00	49,124.45	49,124.45	
13809-1	LESLIE JORDAN INC									
	062413	COAL CREEK CROSSING SHIRTS	07/03/13	08/02/13	07/03/13	2,762.50	0.00	2,762.50	2,762.50	
10	TIM BILLINGS									
	061313	REFUND ROW PERMIT #13064	06/13/13	07/13/13	06/13/13	200.00	0.00	200.00	200.00	
3735-1	PETTY CASH - TERRY WATSON									
	062713	PETTY CASH FRONT DESK	06/27/13	07/27/13	06/27/13	254.77	0.00	254.77		
	062713	PETTY CASH FRONT DESK	06/27/13	07/27/13	06/27/13	22.00	0.00	22.00		
	062713	PETTY CASH FRONT DESK	06/27/13	07/27/13	06/27/13	31.23	0.00	31.23		
	062713	PETTY CASH FRONT DESK	06/27/13	07/27/13	06/27/13	17.22	0.00	17.22	325.22	
13676-1	ROBERT L QUALLS									
	062613	PRESERVATION GRANT 1005 LAFARG	06/26/13	07/26/13	06/26/13	3,866.85	0.00	3,866.85	3,866.85	
11100-1	THOUTT BROS CONCRETE CONT INC									
	PP2062113	2013 CONCRETE REPLACEMENT PROJ	06/24/13	07/24/13	06/24/13	1,534.58	0.00	1,534.58		
	PP2062113	2013 CONCRETE REPLACEMENT PROJ	06/24/13	07/24/13	06/24/13	35,107.76	0.00	35,107.76	36,642.34	
						-----	-----	-----	-----	
	BANK TOTAL PAYMENTS					93,047.36	0.00	93,047.36	93,047.36	
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	GRAND TOTAL PAYMENTS					93,047.36	0.00	93,047.36	93,047.36	

City of Louisville
Cash Disbursement Edit List

Batch: 83463 Period: 07/16/13

Vendor/ Remit#	Invoice Number	Description	Invoice Date	Due Date	Discount Date	Invoice Amount	Discount Amount	Payment Amount	Check Amount	
FOR BANK ACCOUNT: 4 FIRST NATIONAL BANK OF COLORAD Control Disbursement Account										
4630-1	3M COMPANY									
	UM13949	RFID DETECTION SYSTEM	06/05/13	07/05/13	06/05/13	13,961.11	0.00	13,961.11	13,961.11	
13547-1	A G WASSENAAR INC									
	225501	HARNEY LASTOKA GEOTECH	06/28/13	07/28/13	06/28/13	1,571.00	0.00	1,571.00	1,571.00	
11546-1	ABLE CARD LLC									
	0032481-IN	LIBRARY CARDS	06/18/13	07/18/13	06/18/13	1,784.99	0.00	1,784.99	1,784.99	
10072-1	AGING SERVICES FOUNDATION									
	AOAMD4	OLDER AMERICAN AD CONTRIBUTION	06/24/13	07/24/13	06/24/13	100.00	0.00	100.00	100.00	
9319-1	AMERICAN DATA GROUP INC									
	9304	CASS CERTIFICATION	06/26/13	07/26/13	06/26/13	278.00	0.00	278.00		
	9304	CASS CERTIFICATION	06/26/13	07/26/13	06/26/13	278.00	0.00	278.00	556.00	
12162-1	ANALYTICA GROUP									
	148611	MONTHLY TESTING	07/03/13	08/02/13	07/03/13	630.00	0.00	630.00	630.00	
13753-1	ANALYTICAL ENVIRONMENTAL LABORATORIES									
	18836	GEOSMIN TESTING	06/28/13	07/28/13	06/28/13	613.08	0.00	613.08	613.08	
1192-1	ARBOR OCCUPATIONAL MEDICINE									
	6646	DOT PHYSICALS	06/28/13	07/28/13	06/28/13	180.00	0.00	180.00	180.00	
10493-1	ARROW OFFICE EQUIPMENT LLC									
	438184-1	MITY LITE 60" ROUND TABLES	06/21/13	07/21/13	06/21/13	5,504.41	0.00	5,504.41	5,504.41	
460-1	ASTRAL COMMUNICATIONS INC									
	100707	PATROL VEHICLE RADIOS	05/21/13	06/20/13	05/21/13	5,455.08	0.00	5,455.08	5,455.08	
13614-14	ATKINS NORTH AMERICA INC									
	1170837	RAILWAY UNDERPASS DESIGN	06/24/13	07/24/13	06/24/13	21,325.96	0.00	21,325.96		
	1170837	RAILWAY UNDERPASS DESIGN	06/24/13	07/24/13	06/24/13	6,734.52	0.00	6,734.52	28,060.48	
13747-1	GO TOYOTA SCION ARAPAHOE									
	335149	2013 TOYOTA TACOMA UNIT 5350	06/16/13	07/16/13	06/16/13	23,041.00	0.00	23,041.00	23,041.00	
13786-15	AVANT DATACOMM SOLUTIONS INC									
	13-2343-01	CCTV/PHONE CABLING SYSTEM PD	06/19/13	07/19/13	06/19/13	8,349.07	0.00	8,349.07		
	13-2388-01	SECURITY CABLING LRC/ART CTR	06/19/13	07/19/13	06/19/13	46,287.29	0.00	46,287.29	54,636.36	
500-1	BAKER AND TAYLOR									
	4010545720	CHILDRENS BOOKS AND MEDIA	06/03/13	07/03/13	06/03/13	22.61	0.00	22.61		
	4010560174	CHILDRENS BOOKS AND MEDIA	06/17/13	07/17/13	06/17/13	22.39	0.00	22.39		
	4010567215	CHILDRENS BOOKS AND MEDIA	06/24/13	07/24/13	06/24/13	24.03	0.00	24.03	69.03	
505-1	BAKER AND TAYLOR VIDEOS									
	W92563280	CHILDRENS BOOKS AND MEDIA	06/14/13	07/14/13	06/14/13	167.87	0.00	167.87	167.87	
7636-1	BAKER AND TAYLOR-CONT ACCT									
	5012611252	ADULT REFERENCE CONTINUATIONS	05/31/13	06/30/13	05/31/13	41.77	0.00	41.77		
	5012635123	ADULT REFERENCE CONTINUATIONS	06/14/13	07/14/13	06/14/13	200.07	0.00	200.07	241.84	
640-1	BOULDER COUNTY									

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	063013	JUN 13 BOULDER COUNTY USE TAX	06/30/13	07/30/13	06/30/13	19,322.61	0.00	19,322.61	19,322.61
10249-1	BOULDER COUNTY								
	6839	2013 BOULDER COUNTY YOUTH CORP	06/07/13	07/07/13	06/07/13	12,175.00	0.00	12,175.00	12,175.00
13756-1	BOUND TO STAY BOUND BOOKS INC								
	824102	CHILDRENS BOOKS AND MEDIA	06/26/13	07/26/13	06/26/13	705.31	0.00	705.31	
	824103	CHILDRENS BOOKS AND MEDIA	06/26/13	07/26/13	06/26/13	115.35	0.00	115.35	820.66
12880-1	BOYAGIAN CONSULTING LLC								
	070213	JUN 13 PROFESSIONAL SERVICES	07/02/13	08/01/13	07/02/13	4,375.00	0.00	4,375.00	4,375.00
935-1	CENTENNIAL PRINTING CO								
	53413	BUSINESS CARDS KNAPEK	07/03/13	08/02/13	07/03/13	120.00	0.00	120.00	120.00
1005-1	CHEMATOX LABORATORY INC								
	7737	DUI BLOOD TEST	06/10/13	07/10/13	06/10/13	17.50	0.00	17.50	
	7857	DUI BLOOD TEST	06/24/13	07/24/13	06/24/13	17.50	0.00	17.50	35.00
4785-1	CINTAS CORPORATION #66								
	066681317	UNIFORM RENTAL WTP	07/01/13	07/31/13	07/01/13	97.12	0.00	97.12	97.12
1075-16	CITY OF LAFAYETTE								
	070213	ELECTRONIC RECYCLING DAY AD	07/02/13	08/01/13	07/02/13	495.00	0.00	495.00	495.00
1205-1	COLORADO DEPT OF REVENUE								
	2QSTX2013	2Q 2013 REC CENTER SALES TAX	06/30/13	07/30/13	06/30/13	128.00	0.00	128.00	128.00
11353-1	COLORADO LIBRARY CONSORTIUM								
	18697	LIBRARY ILL	12/03/12	01/02/13	12/03/12	10.00	0.00	10.00	
	C2111	EBSCO DATABASE	07/09/13	08/08/13	07/09/13	2,781.00	0.00	2,781.00	2,791.00
1245-1	COLORADO MOSQUITO CONTROL INC								
	13-100	JUN 13 MOSQUITO CONTROL SERV	06/30/13	07/30/13	06/30/13	1,458.33	0.00	1,458.33	1,458.33
10164-1	COLORADO MOTOR VEHICLES								
	070113	DEFAULT JUDGMENT FEES	07/01/13	07/31/13	07/01/13	60.00	0.00	60.00	60.00
13134-1	DEFALCO CONSTRUCTION CO								
	PP2070513	2013 UTILITY PROJECT	07/08/13	08/07/13	07/08/13	51,790.18	0.00	51,790.18	51,790.18
1505-1	DPC INDUSTRIES INC								
	737002504-13	CHLORINE NWTP	06/25/13	07/25/13	06/25/13	886.00	0.00	886.00	886.00
1520-1	DRCOG								
	SALES017800	2013 MEMBERSHIP DUES 2ND HALF	06/24/13	07/24/13	06/24/13	3,200.00	0.00	3,200.00	3,200.00
11214-1	DUTKO GRAYLING								
	INV0240297	JUN 13 PROFESSIONAL SERVICES	06/02/13	07/02/13	06/02/13	4,375.00	0.00	4,375.00	4,375.00
13790-1	EAGLE-NET ALLIANCE								
	IN00000171	JUL 13 INTERNET SERVICE	07/03/13	08/02/13	07/03/13	870.20	0.00	870.20	870.20
1119-1	ECI SITE CONSTRUCTION MGMT								
	PP3052313	MAIN ST PATIO FABRICATION	05/23/13	06/22/13	05/23/13	55,141.84	0.00	55,141.84	55,141.84
11468-1	EMPLOYERS COUNCIL SERVICES INC								
	103727	2013 POSTER UPDATE	06/06/13	07/06/13	06/06/13	30.00	0.00	30.00	30.00

City of Louisville
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Batch: 83463 Period: 07/16/13

Vendor/ Remit#	Invoice Number	Description	Invoice Date	Due Date	Discount Date	Invoice Amount	Discount Amount	Payment Amount	Check Amount	
1970-1	FEDEX									
	2-310-50367	UNDERPASS DESIGN SUBMISSION	06/20/13	07/20/13	06/20/13	48.46	0.00	48.46	48.46	
2070-1	FLOOD & PETERSON INSURANCE INC									
	702631	ENDORSEMENT TORO LAWN MOWER	06/25/13	07/25/13	06/25/13	101.00	0.00	101.00		
	702632	ENDORSEMENT TOOL CAT	06/25/13	07/25/13	06/25/13	98.00	0.00	98.00	199.00	
13098-1	G4S SECURE SOLUTIONS INC									
	6624175	BAILIFF SERVICES 6/17/13	06/23/13	07/23/13	06/23/13	104.00	0.00	104.00	104.00	
2220-1	GENERAL CHEMICAL PERF PRODUCTS									
	90572975	ALUMINUM SULFATE NWTP	06/25/13	07/25/13	06/25/13	4,651.50	0.00	4,651.50	4,651.50	
2405-1	HACH COMPANY									
	8362902	SPECTROPHOTOMETER SWTP	06/26/13	07/26/13	06/26/13	4,064.20	0.00	4,064.20	4,064.20	
13732-1	HC PECK & ASSOCIATES INC									
	9188	TITLE SEARCH OS PARCELS	05/31/13	06/30/13	05/31/13	4,285.51	0.00	4,285.51	4,285.51	
9710-1	INDUSTRIAL CHEMICALS CORP									
	315417	CAUSTIC SODA SWTP	06/27/13	07/27/13	06/27/13	8,505.00	0.00	8,505.00	8,505.00	
2615-1	INGRAM LIBRARY SERVICES INC									
	72146899	CHILDRENS BOOKS AND MEDIA	06/02/13	07/02/13	06/02/13	27.16	0.00	27.16		
	72162884	CHILDRENS BOOKS AND MEDIA	06/03/13	07/03/13	06/03/13	79.96	0.00	79.96		
	72277717	CHILDRENS BOOKS AND MEDIA	06/11/13	07/11/13	06/11/13	28.93	0.00	28.93		
	72282250	CHILDRENS BOOKS AND MEDIA	06/11/13	07/11/13	06/11/13	30.26	0.00	30.26		
	72355147	CHILDRENS BOOKS AND MEDIA	06/17/13	07/17/13	06/17/13	841.05	0.00	841.05		
	72373105	CHILDRENS BOOKS AND MEDIA	06/18/13	07/18/13	06/18/13	86.00	0.00	86.00		
	72376614	CHILDRENS BOOKS AND MEDIA	06/18/13	07/18/13	06/18/13	105.65	0.00	105.65		
	72394022	CHILDRENS BOOKS AND MEDIA	06/19/13	07/19/13	06/19/13	381.60	0.00	381.60		
	72408699	CHILDRENS BOOKS AND MEDIA	06/20/13	07/20/13	06/20/13	18.46	0.00	18.46		
	72425779	CHILDRENS BOOKS AND MEDIA	06/21/13	07/21/13	06/21/13	256.95	0.00	256.95		
	72448855	CHILDRENS BOOKS AND MEDIA	06/24/13	07/24/13	06/24/13	205.97	0.00	205.97		
	72448856	CHILDRENS BOOKS AND MEDIA	06/24/13	07/24/13	06/24/13	20.79	0.00	20.79		
	72465685	CHILDRENS BOOKS AND MEDIA	06/25/13	07/25/13	06/25/13	54.19	0.00	54.19		
	72468123	CHILDRENS BOOKS AND MEDIA	06/25/13	07/25/13	06/25/13	17.30	0.00	17.30		
	72483456	CHILDRENS BOOKS AND MEDIA	06/26/13	07/26/13	06/26/13	10.42	0.00	10.42		
	72486171	CHILDRENS BOOKS AND MEDIA	06/26/13	07/26/13	06/26/13	354.09	0.00	354.09		
	72518261	CHILDRENS BOOKS AND MEDIA	06/28/13	07/28/13	06/28/13	50.00	0.00	50.00		
	72519927	CHILDRENS BOOKS AND MEDIA	06/28/13	07/28/13	06/28/13	268.27	0.00	268.27	2,837.05	
8881-1	INGRAM LIBRARY SERVICES INC									
	72162882	ADULT BOOKS AND MEDIA	06/03/13	07/03/13	06/03/13	678.80	0.00	678.80		
	72162883	ADULT BOOKS AND MEDIA	06/03/13	07/03/13	06/03/13	57.67	0.00	57.67		
	72181185	ADULT BOOKS AND MEDIA	06/04/13	07/04/13	06/04/13	13.74	0.00	13.74		
	72282247	ADULT BOOKS AND MEDIA	06/11/13	07/11/13	06/11/13	155.09	0.00	155.09		
	72282248	ADULT BOOKS AND MEDIA	06/11/13	07/11/13	06/11/13	40.82	0.00	40.82		

City of Louisville
Cash Disbursement Edit List

Batch: 83463 Period: 07/16/13

Vendor/ Remit#	Invoice Number	Description	Invoice Date	Due Date	Discount Date	Invoice Amount	Discount Amount	Payment Amount	Check Amount	
	72282249	ADULT BOOKS AND MEDIA	06/11/13	07/11/13	06/11/13	30.19	0.00	30.19		
	72302289	ADULT BOOKS AND MEDIA	06/12/13	07/12/13	06/12/13	12.39	0.00	12.39		
	72411094	ADULT BOOKS AND MEDIA	06/20/13	07/20/13	06/20/13	108.08	0.00	108.08		
	72448854	ADULT BOOKS AND MEDIA	06/24/13	07/24/13	06/24/13	59.89	0.00	59.89		
	72504253	ADULT BOOKS AND MEDIA	06/27/13	07/27/13	06/27/13	44.53	0.00	44.53	1,201.20	
13778-1	INVISION GIS									
	1004	GIS CONSULTING SERVICES	07/02/13	08/01/13	07/02/13	5,955.00	0.00	5,955.00	5,955.00	
2360-1	LIGHT, KELLY & DAWES, PC									
	062713	LEGAL SERVICES 5/26-6/25/13	06/27/13	07/27/13	06/27/13	7,905.70	0.00	7,905.70	7,905.70	
291-1	LODA ENTERPRISES INC									
	473824-1	RECEIPT PAPER	06/25/13	07/25/13	06/25/13	322.28	0.00	322.28	322.28	
13794-1	LONGVIEW SYSTEMS									
	16299	COMPUTER SYSTEMS CONSULTING	06/30/13	07/30/13	06/30/13	165.00	0.00	165.00	165.00	
5432-1	LOUISVILLE FIRE DEPARTMENT									
	063013	JUN 13 FIRE PROTECT DIST FEES	06/30/13	07/30/13	06/30/13	4,275.00	0.00	4,275.00	4,275.00	
15	WINWARD CONSTRUCTION									
	070313	REFUND PERMIT #E13-0098	07/03/13	08/02/13	07/03/13	84.60	0.00	84.60		
	070313	REFUND PERMIT #E13-0098	07/03/13	08/02/13	07/03/13	1.22	0.00	1.22		
	070313	REFUND PERMIT #E13-0098	07/03/13	08/02/13	07/03/13	0.41	0.00	0.41		
	070313	REFUND PERMIT #E13-0098	07/03/13	08/02/13	07/03/13	9.75	0.00	9.75	95.98	
12087	JEANNE REINHARDT									
	070213	ART CLASS SUPPLIES	07/10/13	08/09/13	07/10/13	44.46	0.00	44.46	44.46	
6	DAN DAVIS									
	070813	WHISPERBALLS	07/08/13	08/07/13	07/08/13	68.50	0.00	68.50	68.50	
4	FRESCA FOODS INC									
	053113B	REFUND 2011 UTILITY SALES TAX	05/31/13	06/30/13	05/31/13	2,028.45	0.00	2,028.45		
	053113B	REFUND 2011 UTILITY SALES TAX	05/31/13	06/30/13	05/31/13	380.33	0.00	380.33		
	053113B	REFUND 2011 UTILITY SALES TAX	05/31/13	06/30/13	05/31/13	126.78	0.00	126.78		
	053113B	REFUND 2011 UTILITY SALES TAX	05/31/13	06/30/13	05/31/13	1,014.22	0.00	1,014.22	3,549.78	
1201-1	NORTHERN COLORADO PAPER									
	290344472	BREAKROOM SUPPLIES CH	06/19/13	07/19/13	06/19/13	109.71	0.00	109.71	109.71	
10951-1	PINNACOL ASSURANCE									
	16721506	WORKERS COMP PREMIUM	07/03/13	08/02/13	07/03/13	14,176.00	0.00	14,176.00	14,176.00	
3810-1	POSTMASTER									
	2013-8	UTB PERMIT #4 POSTAGE	07/01/13	07/31/13	07/01/13	1,000.00	0.00	1,000.00		
	2013-8	UTB PERMIT #4 POSTAGE	07/01/13	07/31/13	07/01/13	1,000.00	0.00	1,000.00	2,000.00	
12840-1	QUALITY WATER BIOSYSTEMS INC									
	130109	POND WATER QUALITY MGMT SERV	07/01/13	07/31/13	07/01/13	323.00	0.00	323.00	323.00	
99	JONG-HO WOO									
	794454	ACTIVITY REFUND	07/03/13	08/02/13	07/03/13	42.00	0.00	42.00	42.00	

City of Louisville
Cash Disbursement Edit List

Batch: 83463 Period: 07/16/13

Vendor/ Remit#	Invoice Number	Description	Invoice Date	Due Date	Discount Date	Invoice Amount	Discount Amount	Payment Amount	Check Amount	
6500-1	RECORDED BOOKS LLC									
	74743379	ADULT BOOKS AND MEDIA	06/04/13	07/04/13	06/04/13	99.00	0.00	99.00		
	74748095	ADULT BOOKS AND MEDIA	06/12/13	07/12/13	06/12/13	157.20	0.00	157.20	256.20	
13668-1	RESOURCE BASED INTERNATIONAL									
	7	MARSHALL/SB&CCD CHANGE CASE	06/20/13	07/20/13	06/20/13	2,392.50	0.00	2,392.50	2,392.50	
44	AULIO R BONILLA									
	2013-1	2013 SENIOR WATER REBATE	07/01/13	07/31/13	07/01/13	100.00	0.00	100.00	100.00	
13673-1	STERLING INFOSYSTEMS INC									
	320548	BACKGROUND CHECKS	06/30/13	07/30/13	06/30/13	467.41	0.00	467.41	467.41	
13780-1	THE PENWORTHY CO									
	549743	CHILDRENS BOOKS AND MEDIA	06/27/13	07/27/13	06/27/13	852.63	0.00	852.63	852.63	
11100-1	THOUTT BROS CONCRETE CONT INC									
	PP3070513	2013 CONCRETE REPLACEMENT PROJ	07/08/13	08/07/13	07/08/13	11,727.98	0.00	11,727.98		
	PP3070513	2013 CONCRETE REPLACEMENT PROJ	07/08/13	08/07/13	07/08/13	23,550.69	0.00	23,550.69	35,278.67	
13426-1	UNIQUE MANAGEMENT SERVICES INC									
	222678	COLLECTION SERVICES	06/01/13	07/01/13	06/01/13	89.50	0.00	89.50	89.50	
11087-1	UNITED SITE SERVICES									
	114-1332112	TOILET RENTAL HERITAGE PARK	06/16/13	07/16/13	06/16/13	188.01	0.00	188.01		
	114-1332164	TOILET RENTAL ENRIETTO FIELD	06/16/13	07/16/13	06/16/13	165.51	0.00	165.51		
	114-1332165	TOILET RENTAL LES	06/16/13	07/16/13	06/16/13	165.51	0.00	165.51		
	114-1332247	TOILET RENTAL SKATE PARK	06/16/13	07/16/13	06/16/13	188.01	0.00	188.01		
	114-1332254	TOILET RENTAL MINERS FIELD	06/16/13	07/16/13	06/16/13	188.01	0.00	188.01		
	114-1332257	TOILET RENTAL CLEO MUDROCK	06/16/13	07/16/13	06/16/13	188.01	0.00	188.01		
	114-1332265	TOILET RENTAL CENTENNIAL PARK	06/16/13	07/16/13	06/16/13	188.01	0.00	188.01	1,271.07	
10884-1	WORD OF MOUTH CATERING INC									
	2013-13	MEAL SITE PROG 6/24-7/5/13	07/05/13	08/04/13	07/05/13	1,543.50	0.00	1,543.50	1,543.50	
11324-1	XCEL ENERGY									
	374283564	JUN 13 SPRINKLERS	07/01/13	07/31/13	07/01/13	123.83	0.00	123.83	123.83	
						-----	-----	-----	-----	
	BANK TOTAL PAYMENTS					402,046.83	0.00	402,046.83	402,046.83	
						-----	-----	-----	-----	
	GRAND TOTAL PAYMENTS					402,046.83	0.00	402,046.83	402,046.83	

CITY OF LOUISVILLE
PURCHASING CARD SUMMARY
STATEMENT PERIOD 05/22/13 - 06/20/13

SUPPLIER	SUPPLIER LOCATION	CARDHOLDER	DEPARTMENT	TRANS DATE	AMOUNT
ABO S PIZZA LOUISVILLE	LOUISVILLE	KERRY HOLLE	PUBLIC WORKS	06/06/2013	87.28
ACME TOOLS	GRAND FORKS	DAVID SZABADOS	FACILITIES	06/11/2013	366.65
AEROSUDS	BROOMFIELD	MASON THOMPSON	OPERATIONS	06/18/2013	286.46
AGFINITY HENDERSON AGR	HENDERSON	BOB BERNHARDT	PARKS	06/18/2013	501.71
AIRGAS SAFETY LYONS	02622557300	PAUL BORTH	REC CENTER	05/22/2013	216.29
ALBERTSONS #0812	LOUISVILLE	KATHY MARTIN	REC CENTER	06/18/2013	2.50
ALBERTSONS #0812	LOUISVILLE	LARISSA COX	REC CENTER	06/17/2013	5.00
ALBERTSONS #0812	LOUISVILLE	ANGIE FERGUSON	REC CENTER	06/17/2013	90.82
ALBERTSONS #0812	LOUISVILLE	DIANE EVANS	REC CENTER	06/15/2013	8.56
ALBERTSONS #0812	LOUISVILLE	KIM CONTINI	REC CENTER	06/13/2013	-12.18
ALBERTSONS #0812	LOUISVILLE	KIM CONTINI	REC CENTER	06/13/2013	11.58
ALBERTSONS #0812	LOUISVILLE	KIM CONTINI	REC CENTER	06/13/2013	12.18
ALBERTSONS #0812	LOUISVILLE	SEAN MCCARTNEY	PLANNING	06/12/2013	13.43
ALBERTSONS #0812	LOUISVILLE	SEAN MCCARTNEY	PLANNING	06/11/2013	3.92
ALBERTSONS #0812	LOUISVILLE	SEAN MCCARTNEY	PLANNING	06/11/2013	32.86
ALBERTSONS #0812	LOUISVILLE	SIDNEY COPELAND	WATER	06/06/2013	8.39
ALBERTSONS #0812	LOUISVILLE	AMANDA PERERA	REC CENTER	06/03/2013	18.97
ALBERTSONS #0812	LOUISVILLE	ANGIE FERGUSON	REC CENTER	06/03/2013	66.97
ALBERTSONS #0812	LOUISVILLE	LAUREN HEPP	REC CENTER	05/28/2013	46.15
ALBERTSONS #0812	LOUISVILLE	ANGIE FERGUSON	REC CENTER	05/23/2013	25.99
ALLCURRENTELECTRIC.NET	LAFAYETTE	SIDNEY COPELAND	WATER	05/28/2013	146.91
AMAZON MKTPLACE PMTS	AMZN.COM/BILL	AMANDA PERERA	REC CENTER	06/18/2013	64.50
AMAZON MKTPLACE PMTS	AMZN.COM/BILL	MEREDYTH MUTH	CITY MANAGER	06/13/2013	14.74
AMAZON MKTPLACE PMTS	AMZN.COM/BILL	AMANDA PERERA	REC CENTER	06/03/2013	36.82
AMAZON MKTPLACE PMTS	AMZN.COM/BILL	AMANDA PERERA	REC CENTER	05/29/2013	141.75
AMAZON MKTPLACE PMTS	AMZN.COM/BILL	AMANDA PERERA	REC CENTER	05/28/2013	26.40
AMAZON MKTPLACE PMTS	AMZN.COM/BILL	LAUREN HEPP	REC CENTER	05/23/2013	129.00
AMERICAN ASSOCIATION F	615-3203203	BRIDGET BACON	LIBRARY	05/25/2013	115.00
AMERICAN LIBRARY ASSOC	CHICAGO	BETH BARRETT	LIBRARY	05/20/2013	190.00
AMERICAN RED CROSS	888-284-0607	JANET COLE	REC CENTER	06/11/2013	975.00
AMSAN #420	08565333261	ROBERT ERICHSEN	PARKS	06/10/2013	432.00
AMSAN #420	08565333261	ROBERT ERICHSEN	PARKS	05/23/2013	41.72
AMSAN #420	08565333261	ROBERT ERICHSEN	PARKS	05/23/2013	236.40
APPLIED IND TECH 0714	DENVER	GLEN SIEDENBURG	WATER	06/05/2013	-44.15
ARC*SERVICES/TRAINING	800-733-2767	JANET COLE	REC CENTER	06/14/2013	54.00
ARC*SERVICES/TRAINING	800-733-2767	JANET COLE	REC CENTER	06/14/2013	38.00
ARC*SERVICES/TRAINING	800-733-2767	KAYLA FEENEY	REC CENTER	06/13/2013	162.00
ARC*SERVICES/TRAINING	800-733-2767	KAYLA FEENEY	REC CENTER	06/13/2013	57.00

SUPPLIER	SUPPLIER LOCATION	CARDHOLDER	DEPARTMENT	TRANS DATE	AMOUNT
ARC*SERVICES/TRAINING	800-733-2767	KAYLA FEENEY	REC CENTER	06/13/2013	95.00
ARC*SERVICES/TRAINING	800-733-2767	KAYLA FEENEY	REC CENTER	06/13/2013	133.00
ARC*SERVICES/TRAINING	800-733-2767	AMANDA PERERA	REC CENTER	06/06/2013	90.00
ARMA INTERNATIONAL	8004222762	CAROL HANSON	CITY CLERK	05/21/2013	175.00
AT&T *287237537387	08003310500	DIANE M KREAGER	FINANCE	06/07/2013	31.62
AT&T DATA	08003310500	CRAIG DUFFIN	PUBLIC WORKS	06/18/2013	30.00
AT&T DATA	08003310500	KURT KOWAR	PUBLIC WORKS	05/31/2013	30.00
AT&T DATA	08003310500	CRAIG DUFFIN	PUBLIC WORKS	05/24/2013	30.00
ATOMIC CAR WASH QPS	LOUISVILLE	CATHERINE JEPSON	PARKS	05/30/2013	7.00
ATOMIC CAR WASH QPS	LOUISVILLE	CATHERINE JEPSON	PARKS	05/30/2013	6.00
AMAZON.COM	AMZN.COM/BILL	ANN STOFFEL	LIBRARY	06/05/2013	70.42
AMAZON.COM	AMZN.COM/BILL	ANN STOFFEL	LIBRARY	06/04/2013	61.25
AMAZON.COM	AMZN.COM/BILL	LARISSA COX	REC CENTER	05/28/2013	24.22
AMAZON.COM	AMZN.COM/BILL	KAREN FREITER	LIBRARY	05/25/2013	184.95
AMAZON.COM	AMZN.COM/BILL	MEREDYTH MUTH	CITY MANAGER	05/24/2013	121.98
B & G EQUIPMENT INC	GREELEY	MASON THOMPSON	OPERATIONS	05/31/2013	161.42
BARNES&NOBLE*COM	800-843-2665	RICHARD S LAMBORNE	LIBRARY	05/29/2013	2.00
BARNES&NOBLE*COM	800-843-2665	RICHARD S LAMBORNE	LIBRARY	05/29/2013	2.99
BARNES&NOBLE*COM	800-843-2665	RICHARD S LAMBORNE	LIBRARY	05/28/2013	2.99
BARNES&NOBLE*COM	800-843-2665	RICHARD S LAMBORNE	LIBRARY	05/28/2013	2.00
BATTERIES PLUS 79	BOULDER	DAVID ALDERS	PARKS	05/22/2013	19.97
BBTOOLS LLCMATCO DIS	BROOMFIELD	MASON THOMPSON	OPERATIONS	06/14/2013	81.58
BEACON ATHLETICS	8007475985	BRIAN SINNER	PARKS	05/31/2013	463.68
BEAN AND BERRY	LOUISVILLE	DIANE EVANS	REC CENTER	06/01/2013	150.00
BEAU JO'S MNGMT BOULDE	BOULDER	LAUREN HEPP	REC CENTER	06/12/2013	615.56
BELL PARK LOT	DENVER	HEATHER BALSER	CITY MANAGER	06/03/2013	10.00
BENDIX BRAKE TRAINING	02166519500	MASON THOMPSON	OPERATIONS	06/11/2013	600.00
BEST BUY MHT 00001867	BROOMFIELD	RIP HOWE	IT	05/23/2013	119.96
BOBCAT COMMERCE CITY	03032886603	CRAIG DUFFIN	PUBLIC WORKS	06/14/2013	9.99
BOULDER WATCHER WELL S	BOULDER	DENNIS COYNE	PARKS	06/11/2013	110.00
BOYER COFFEE COMPANY I	3032893345	DAWN BURGESS	CITY MANAGER	06/07/2013	427.40
BROOMFIELD RENTALS INC	BROOMFIELD	DAVE NICHOLS	OPERATIONS	06/03/2013	32.80
BROOMFIELD RENTALS INC	BROOMFIELD	HUGO ROMERO	OPERATIONS	05/29/2013	96.00
BROWN BEAR CORPORATION	CORNING	DANIEL REBSTOCK	WASTEWATER	05/22/2013	162.78
BUDGET RENT-A-CAR	LAS VEGAS	MALCOLM H FLEMING	CITY MANAGER	05/21/2013	143.70
C.G.R.S., INC.	FORT COLLINS	ANGELA NORENE	OPERATIONS	06/19/2013	25.00
CANADIANPOND.CA PRODUC	LAC BROME	JERALD WALKER	WATER	06/17/2013	484.00
CANDID CULTURE INC	DENVER	KATHLEEN HIX	HUMAN RESOURCES	06/03/2013	84.13
CANTEEN 74052176	DENVER	POLLY A BOYD	PARKS	06/12/2013	59.95
CBI ONLINE	08008820757	KATHLEEN HIX	HUMAN RESOURCES	05/24/2013	6.85
CDW GOVERNMENT	800-750-4239	RIP HOWE	IT	06/19/2013	309.88
CDW GOVERNMENT	800-750-4239	RIP HOWE	IT	05/29/2013	67.36

SUPPLIER	SUPPLIER LOCATION	CARDHOLDER	DEPARTMENT	TRANS DATE	AMOUNT
CDW GOVERNMENT	800-750-4239	RIP HOWE	IT	05/22/2013	43.45
CENTENNIAL PRINTING CO	LOUISVILLE	AMANDA PERERA	REC CENTER	06/13/2013	11.10
CENTENNIAL PRINTING CO	LOUISVILLE	JENNI DUNCAN	POLICE	06/12/2013	142.00
CENTENNIAL PRINTING CO	LOUISVILLE	JENNI DUNCAN	POLICE	06/03/2013	162.00
CENTENNIAL PRINTING CO	LOUISVILLE	DAWN BURGESS	CITY MANAGER	05/24/2013	121.64
CHEF KING	LOUISVILLE	MONROE D DUNN	OPERATIONS	06/01/2013	11.10
CHEF KING	LOUISVILLE	MONROE D DUNN	OPERATIONS	06/01/2013	7.52
CHEF KING	LOUISVILLE	MATTHEW REAM	OPERATIONS	06/01/2013	7.31
COAL CREEK GLASS	LOUISVILLE	PHIL LIND	FACILITIES	05/20/2013	692.00
COLOGRAPHIC INC	303-2884796	RON CHOATE	OPERATIONS	06/03/2013	47.00
COLORADO GOLF & TURF,	LITTLETON	MASON THOMPSON	OPERATIONS	05/21/2013	172.90
COLORADO MACHINERY	PUEBLO WEST	RON CHOATE	OPERATIONS	05/29/2013	69.18
COLORADO PARKS AND REC	303-2310943	JESSE DEGRAW	REC CENTER	05/28/2013	72.00
COMCAST CABLE COMM	800-COMCAST	MONICA PATTISON	LIBRARY	06/11/2013	157.83
COMCAST CABLE COMM	800-COMCAST	DIANE M KREAGER	FINANCE	06/01/2013	3.98
COMCAST CABLE COMM	800-COMCAST	DIANE M KREAGER	FINANCE	06/01/2013	3.98
COMCAST CABLE COMM	800-COMCAST	POLLY A BOYD	PARKS	05/23/2013	233.50
CONOCO 10082543	LOUISVILLE	MICHAEL HALEY	POLICE	06/19/2013	125.00
CONOCO 10082543	LOUISVILLE	DAVE HINZ	POLICE	05/24/2013	125.00
CONTECH ENGINEERED SOL	05136457000	CATHERINE JEPSON	PARKS	05/30/2013	286.42
COZY CORNER TOWING	LAFAYETTE	JENNI DUNCAN	POLICE	06/06/2013	80.00
CPS DISTRIBUTORS #1	BOULDER	BRIAN SINNER	PARKS	06/18/2013	54.24
CPS DISTRIBUTORS #1	BOULDER	MATT LOOMIS	PARKS	06/14/2013	171.60
CPS DISTRIBUTORS #1	BOULDER	STEVE HITE	OPERATIONS	06/07/2013	15.92
CPS DISTRIBUTORS #1	BOULDER	DAVID ALDERS	PARKS	06/04/2013	222.78
CPS DISTRIBUTORS #1	BOULDER	BRIAN SINNER	PARKS	06/04/2013	87.97
CPS DISTRIBUTORS #1	BOULDER	MATT LOOMIS	PARKS	06/04/2013	984.91
CPS DISTRIBUTORS #1	BOULDER	BRIAN SINNER	PARKS	05/30/2013	11.04
CPS DISTRIBUTORS #1	BOULDER	GLEN SIEDENBURG	WATER	05/29/2013	88.26
CPS DISTRIBUTORS #1	BOULDER	BRIAN SINNER	PARKS	05/28/2013	252.01
CPS DISTRIBUTORS #1	BOULDER	DAVID ALDERS	PARKS	05/23/2013	62.02
CPS DISTRIBUTORS #2	LONGMONT	DAVE NICHOLS	OPERATIONS	06/17/2013	99.27
CUSSLER MUSEUM	ARVADA	KATIE BEASLEY	REC CENTER	05/31/2013	55.00
DAILY CAMERA	BOULDER	DIANE M KREAGER	FINANCE	06/14/2013	1,751.92
DAILY CAMERA SUBSCRIPT	303-4443444	DAWN BURGESS	CITY MANAGER	06/05/2013	11.14
DATATECHSTOR2488797711	TROY	RIP HOWE	IT	06/03/2013	-908.64
DBC IRRIGATION SUPPLY	770-8817711	DAVID ALDERS	PARKS	06/18/2013	149.75
DBC IRRIGATION SUPPLY	770-8817711	DAVID ALDERS	PARKS	06/17/2013	94.33
DBC IRRIGATION SUPPLY	770-8817711	MATT LOOMIS	PARKS	06/11/2013	413.34
DBC IRRIGATION SUPPLY	770-8817711	DAVID ALDERS	PARKS	06/10/2013	60.75
DBC IRRIGATION SUPPLY	770-8817711	MATT LOOMIS	PARKS	06/04/2013	455.37
DBC IRRIGATION SUPPLY	770-8817711	MATT LOOMIS	PARKS	05/28/2013	149.34

SUPPLIER	SUPPLIER LOCATION	CARDHOLDER	DEPARTMENT	TRANS DATE	AMOUNT
DBC IRRIGATION SUPPLY	770-8817711	MATT LOOMIS	PARKS	05/24/2013	221.87
DBC IRRIGATION SUPPLY	770-8817711	DAVID ALDERS	PARKS	05/22/2013	77.74
DBC IRRIGATION SUPPLY	770-8817711	MATT LOOMIS	PARKS	05/21/2013	247.49
DELTA	ATLANTA	LYNN TENNANT	BUILDING SAFETY	05/29/2013	552.60
DENVER BUSINESS JOURNA	303-837-3500	ANN STOFFEL	LIBRARY	06/05/2013	106.00
DIA PARKING OPERATIONS	DENVER	MALCOLM H FLEMING	CITY MANAGER	05/21/2013	24.00
DIGIMARC CORPORATION	05034694704	KAREN FREITER	LIBRARY	06/07/2013	49.00
DMI* DELL BUS ONLINE	800-456-3355	RIP HOWE	IT	05/30/2013	445.02
DOLRTREE 4479 00044792	LAFAYETTE	LAUREN HEPP	REC CENTER	05/21/2013	51.00
DOOR TO DOOR PROMOTION	303-8827646	POLLY A BOYD	PARKS	05/21/2013	38.58
DPW PARKING 1670 GARAG	DENVER	HEATHER BALSER	CITY MANAGER	06/10/2013	14.00
E-CONOLIGHT	08882439445	DAVID SZABADOS	FACILITIES	06/05/2013	1,199.40
EB *RMAEE LUNCHEON JUN	8003508850	DAVID SZABADOS	FACILITIES	06/19/2013	21.49
ECC*DSS-DISC SCH SUPPL	800-482-5846	AMANDA PERERA	REC CENTER	06/17/2013	-389.29
ECC*DSS-DISC SCH SUPPL	800-482-5846	AMANDA PERERA	REC CENTER	06/04/2013	2.88
ECC*DSS-DISC SCH SUPPL	800-482-5846	AMANDA PERERA	REC CENTER	06/03/2013	389.29
EZSIGNSONLINE.COM LLC	OCALA	ERIK J STEVENS	PARKS	06/03/2013	258.00
FASTENAL COMPANY01	LOUISVILLE	DAVE NICHOLS	OPERATIONS	06/19/2013	11.31
FASTENAL COMPANY01	LOUISVILLE	MASON THOMPSON	OPERATIONS	06/19/2013	31.00
FASTENAL COMPANY01	LOUISVILLE	ERIK SWIATEK	PARKS	06/18/2013	13.62
FASTENAL COMPANY01	LOUISVILLE	DANIEL REBSTOCK	WASTEWATER	06/06/2013	30.59
FASTENAL COMPANY01	LOUISVILLE	GLEN SIEDENBURG	WATER	05/31/2013	62.77
FASTENAL COMPANY01	LOUISVILLE	DAVE NICHOLS	OPERATIONS	05/30/2013	16.46
FASTENAL COMPANY01	LOUISVILLE	MONROE D DUNN	OPERATIONS	05/24/2013	121.21
FASTENAL COMPANY01	LOUISVILLE	MASON THOMPSON	OPERATIONS	05/22/2013	86.24
FASTENAL COMPANY01	LOUISVILLE	PAUL BREMSER	WASTEWATER	05/21/2013	95.66
FASTENAL COMPANY01	LOUISVILLE	DAN OSTER	OPERATIONS	05/21/2013	14.53
FEDEX 078087287714	MEMPHIS	PHIL LIND	FACILITIES	06/04/2013	28.15
FEDEX 078087288124	MEMPHIS	PHIL LIND	FACILITIES	06/04/2013	25.99
FEDEX 795786058753	MEMPHIS	PHIL LIND	FACILITIES	06/04/2013	63.01
FEDEX 795788234099	MEMPHIS	SIDNEY COPELAND	WATER	06/11/2013	8.93
FEDEX 802616774803	MEMPHIS	JERALD WALKER	WATER	05/25/2013	192.28
FISHER SCI ATL	SUWANEE	ROBERT CARRA	WATER	06/15/2013	953.46
FREDPRYOR CAREERTRACK	800-5563012	TONY DESANTIS	OPERATIONS	06/14/2013	256.00
FRONT RANGE FIRE APPAR	303-4499911	DONALD PEARCE	WATER	06/05/2013	26.28
FSH COMMUNICATIONS	3122699937	DIANE M KREAGER	FINANCE	06/14/2013	70.00
GBCI	02028281145	DIANA TRETTIN	CITY MANAGER	06/19/2013	50.00
GENERAL AIR SERVICE ZU	303-8927003	ANGELA NORENE	OPERATIONS	06/19/2013	111.44
GENERAL AIR SERVICE ZU	303-8927003	DENNIS COYNE	PARKS	05/29/2013	7.74
GEORGE T SANDERS 09	LOUISVILLE	VICKIE ILKO	OPERATIONS	06/06/2013	81.48
GEORGE T SANDERS 09	LOUISVILLE	VICKIE ILKO	OPERATIONS	05/31/2013	695.55
GREEN CO2 SYSTEMS	FORT COLLINS	PAUL BORTH	REC CENTER	05/22/2013	381.00

SUPPLIER	SUPPLIER LOCATION	CARDHOLDER	DEPARTMENT	TRANS DATE	AMOUNT
GTR*GOODYEAR TIRE	330-796-5446	RON CHOATE	OPERATIONS	06/19/2013	658.16
GTR*GOODYEAR TIRE	330-796-5446	RON CHOATE	OPERATIONS	05/29/2013	669.72
HACH COMPANY	LOVELAND	DANIEL REBSTOCK	WASTEWATER	06/05/2013	425.24
HACH COMPANY	LOVELAND	ROBERT CARRA	WATER	05/30/2013	974.04
HACH COMPANY	LOVELAND	SIDNEY COPELAND	WATER	05/23/2013	997.12
HOBART SERVICE-W	09373323000	KATIE BEASLEY	REC CENTER	06/13/2013	52.73
HOBBY LOBBY #21	LOUISVILLE	LARISSA COX	REC CENTER	06/08/2013	91.92
HOBBY LOBBY #21	LOUISVILLE	AMANDA PERERA	REC CENTER	05/31/2013	5.97
HOLE IN ONE BAGEL & DE	LOUISVILLE	SEAN MCCARTNEY	PLANNING	06/11/2013	33.95
HOLE IN ONE BAGEL & DE	LOUISVILLE	KERRY HOLLE	PUBLIC WORKS	06/05/2013	52.92
HOMEDEPOT.COM	800-430-3376	DAVID SZABADOS	FACILITIES	05/24/2013	22.97
INNOVATIVE OFFICE SOLU	GOLDEN	KATHY MARTIN	REC CENTER	05/23/2013	385.00
INSPECTORSTUFF / BRENT	303-9261275	JENNI DUNCAN	POLICE	05/30/2013	139.46
INSTANT PRINTS	LOUISVILLE	PAUL BREMSER	WASTEWATER	05/22/2013	125.88
INSTANT PRINTS	LOUISVILLE	DIANE M KREAGER	FINANCE	05/20/2013	1,512.00
INT'L CODE COUNCIL INC	888-422-7233	MONICA GARLAND	BUILDING SAFETY	06/19/2013	554.00
INT'L CODE COUNCIL INC	888-422-7233	KENNETH SWANSON	BUILDING SAFETY	05/30/2013	780.00
INT'L CODE COUNCIL INC	888-422-7233	DIANE M KREAGER	FINANCE	05/22/2013	1,099.00
INTERMOUNTAIN LOCK & S	SALT LAKE CIT	DAVID SZABADOS	FACILITIES	06/10/2013	80.00
INTERMOUNTAIN LOCK & S	SALT LAKE CIT	MIKE THOMPSON	FACILITIES	05/30/2013	80.00
INSTANT IMPRINTS	LOUISVILLE	JESSE DEGRAW	REC CENTER	06/13/2013	368.88
INSTANT IMPRINTS	LOUISVILLE	PAUL BREMSER	WASTEWATER	05/30/2013	24.00
J AND S CONTRACTORS SU	303-3884683	DENNIS COYNE	PARKS	06/06/2013	-135.00
J AND S CONTRACTORS SU	303-3884683	DENNIS COYNE	PARKS	05/29/2013	135.00
J AND S CONTRACTORS SU	303-3884683	POLLY A BOYD	PARKS	05/22/2013	135.00
JA BALISTRERI VINEYARD	DENVER	KATIE BEASLEY	REC CENTER	06/11/2013	180.00
JAX RANCH & HOME	LAFAYETTE	CATHERINE JEPSON	PARKS	06/17/2013	59.92
JAX RANCH & HOME	LAFAYETTE	DAN OSTER	OPERATIONS	06/11/2013	164.99
JAX RANCH & HOME	LAFAYETTE	CATHERINE JEPSON	PARKS	06/03/2013	9.99
JAX RANCH & HOME	LAFAYETTE	CATHERINE JEPSON	PARKS	06/03/2013	39.34
JAX RANCH & HOME	LAFAYETTE	ERIK SWIATEK	PARKS	05/23/2013	44.94
JG PRESS	610-967-4135	PAUL BREMSER	WASTEWATER	06/11/2013	74.00
KAISER LOCK & KEY	LOUISVILLE	BOB BERNHARDT	PARKS	06/03/2013	10.00
KAISER LOCK & KEY	LOUISVILLE	BOB BERNHARDT	PARKS	05/22/2013	4.50
KENEXA	TEL6109716118	KATHLEEN HIX	HUMAN RESOURCES	06/10/2013	399.00
KING SOOPERS #0013	LOUISVILLE	DONALD PEARCE	WATER	06/17/2013	37.76
KING SOOPERS #0013	LOUISVILLE	KATHLEEN HIX	HUMAN RESOURCES	06/16/2013	13.88
KING SOOPERS #0013	LOUISVILLE	JESSE DEGRAW	REC CENTER	06/13/2013	43.35
KING SOOPERS #0013	LOUISVILLE	ANGIE FERGUSON	REC CENTER	06/13/2013	18.89
KING SOOPERS #0013	LOUISVILLE	PAULA KNAPEK	HUMAN RESOURCES	06/11/2013	90.54
KING SOOPERS #0013	LOUISVILLE	ANGIE FERGUSON	REC CENTER	06/10/2013	183.58
KING SOOPERS #0013	LOUISVILLE	LARISSA COX	REC CENTER	06/09/2013	12.88

SUPPLIER	SUPPLIER LOCATION	CARDHOLDER	DEPARTMENT	TRANS DATE	AMOUNT
KING SOOPERS #0013	LOUISVILLE	LARISSA COX	REC CENTER	06/08/2013	18.62
KING SOOPERS #0013	LOUISVILLE	JESSE DEGRAW	REC CENTER	06/06/2013	43.35
KING SOOPERS #0013	LOUISVILLE	KERRY HOLLE	PUBLIC WORKS	06/05/2013	30.50
KING SOOPERS #0013	LOUISVILLE	DANIEL REBSTOCK	WASTEWATER	06/05/2013	103.09
KING SOOPERS #0013	LOUISVILLE	AMANDA PERERA	REC CENTER	05/31/2013	47.61
KING SOOPERS #0013	LOUISVILLE	KATIE BEASLEY	REC CENTER	05/31/2013	167.05
KING SOOPERS #0013	LOUISVILLE	TOM BOCK	POLICE	05/31/2013	29.73
KING SOOPERS #0013	LOUISVILLE	AMANDA PERERA	REC CENTER	05/28/2013	12.99
KING SOOPERS #0013	LOUISVILLE	ANGIE FERGUSON	REC CENTER	05/28/2013	74.28
KING SOOPERS #0013	LOUISVILLE	LAUREN HEPP	REC CENTER	05/21/2013	52.90
L.L. JOHNSON DIST	DENVER	MASON THOMPSON	OPERATIONS	06/14/2013	103.45
L.L. JOHNSON DIST	DENVER	MASON THOMPSON	OPERATIONS	06/12/2013	40.14
LAKESHORE LEARNING MAT	03105378600	AMANDA PERERA	REC CENTER	06/04/2013	20.00
LAKESHORE LEARNING MAT	03105378600	AMANDA PERERA	REC CENTER	05/22/2013	417.90
LAMARS DONUTS # 45	LOUISVILLE	DIANE EVANS	REC CENTER	06/01/2013	39.96
LAMARS DONUTS # 45	LOUISVILLE	PAUL BREMSER	WASTEWATER	05/30/2013	19.98
LAMARS DONUTS # 45	LOUISVILLE	KATIE BEASLEY	REC CENTER	05/30/2013	19.98
LASER TECHNOLOGY INC	CENTENNIAL	MARGARITA SUBIA	POLICE	06/04/2013	156.00
LAUER KRAUTS	BRIGHTON	JESSE DEGRAW	REC CENTER	05/30/2013	21.16
LEWAN & ASSOCIATES INC	303-759-5440	DIANE M KREAGER	FINANCE	06/17/2013	5,481.64
LEWAN & ASSOCIATES INC	303-759-5440	JENNI DUNCAN	POLICE	06/07/2013	67.00
LEXISNEXIS RISK MGT	08883328244	BILL KINGSTON	POLICE	06/04/2013	57.10
LIBERTY BELL TELECOM	303-831-1977	DIANE M KREAGER	FINANCE	05/29/2013	932.50
LONGS PEAK EQUIP CO	LONGMONT	RON CHOATE	OPERATIONS	05/23/2013	16.78
LOUISVILLE CAR WASH	LOUISVILLE	DAVID SZABADOS	FACILITIES	06/13/2013	5.00
LOWES #00220*	LOUISVILLE	GLEN SIEDENBURG	WATER	06/19/2013	91.74
LOWES #00220*	LOUISVILLE	DENNIS COYNE	PARKS	06/19/2013	186.11
LOWES #00220*	LOUISVILLE	BOB BERNHARDT	PARKS	06/19/2013	17.42
LOWES #00220*	LOUISVILLE	DAVE NICHOLS	OPERATIONS	06/18/2013	3.06
LOWES #00220*	LOUISVILLE	DAVID ALDERS	PARKS	06/18/2013	22.34
LOWES #00220*	LOUISVILLE	PHIL LIND	FACILITIES	06/18/2013	34.76
LOWES #00220*	LOUISVILLE	BOB BERNHARDT	PARKS	06/18/2013	26.50
LOWES #00220*	LOUISVILLE	BOB BERNHARDT	PARKS	06/18/2013	4.39
LOWES #00220*	LOUISVILLE	BOB BERNHARDT	PARKS	06/17/2013	361.86
LOWES #00220*	LOUISVILLE	BRIAN SINER	PARKS	06/17/2013	15.83
LOWES #00220*	LOUISVILLE	ROBERT ERICHSEN	PARKS	06/14/2013	14.44
LOWES #00220*	LOUISVILLE	TONY DESANTIS	OPERATIONS	06/14/2013	17.18
LOWES #00220*	LOUISVILLE	HUGO ROMERO	OPERATIONS	06/13/2013	16.80
LOWES #00220*	LOUISVILLE	PHIL LIND	FACILITIES	06/13/2013	31.86
LOWES #00220*	LOUISVILLE	MIKE THOMPSON	FACILITIES	06/13/2013	121.82
LOWES #00220*	LOUISVILLE	CATHERINE JEPSON	PARKS	06/11/2013	24.79
LOWES #00220*	LOUISVILLE	CATHERINE JEPSON	PARKS	06/11/2013	15.97

SUPPLIER	SUPPLIER LOCATION	CARDHOLDER	DEPARTMENT	TRANS DATE	AMOUNT
LOWES #00220*	LOUISVILLE	MASON THOMPSON	OPERATIONS	06/11/2013	32.48
LOWES #00220*	LOUISVILLE	PHIL LIND	FACILITIES	06/10/2013	36.41
LOWES #00220*	LOUISVILLE	PHIL LIND	FACILITIES	06/10/2013	44.88
LOWES #00220*	LOUISVILLE	DENNIS COYNE	PARKS	06/10/2013	93.42
LOWES #00220*	LOUISVILLE	BOB BERNHARDT	PARKS	06/10/2013	3.74
LOWES #00220*	LOUISVILLE	BOB BERNHARDT	PARKS	06/10/2013	507.86
LOWES #00220*	LOUISVILLE	PHIL LIND	FACILITIES	06/07/2013	26.48
LOWES #00220*	LOUISVILLE	ALLAN GILL	PARKS	06/07/2013	7.14
LOWES #00220*	LOUISVILLE	JEFF LEBECK	OPERATIONS	06/07/2013	20.16
LOWES #00220*	LOUISVILLE	MONROE D DUNN	OPERATIONS	06/06/2013	62.93
LOWES #00220*	LOUISVILLE	DANIEL REBSTOCK	WASTEWATER	06/06/2013	26.62
LOWES #00220*	LOUISVILLE	DENNIS COYNE	PARKS	06/05/2013	23.76
LOWES #00220*	LOUISVILLE	CHRIS LICHTY	PARKS	06/05/2013	111.86
LOWES #00220*	LOUISVILLE	DAVE NICHOLS	OPERATIONS	06/04/2013	33.60
LOWES #00220*	LOUISVILLE	PHIL LIND	FACILITIES	06/04/2013	4.45
LOWES #00220*	LOUISVILLE	BRIAN SINNER	PARKS	05/31/2013	2.01
LOWES #00220*	LOUISVILLE	JESSE DEGRAW	REC CENTER	05/31/2013	20.14
LOWES #00220*	LOUISVILLE	TOM BOCK	POLICE	05/31/2013	9.98
LOWES #00220*	LOUISVILLE	STEVE HITE	OPERATIONS	05/31/2013	27.91
LOWES #00220*	LOUISVILLE	GARY DAMIANA	OPERATIONS	05/31/2013	9.46
LOWES #00220*	LOUISVILLE	TONY DESANTIS	OPERATIONS	05/30/2013	59.80
LOWES #00220*	LOUISVILLE	PHIL LIND	FACILITIES	05/30/2013	60.95
LOWES #00220*	LOUISVILLE	BRIAN SINNER	PARKS	05/29/2013	2.25
LOWES #00220*	LOUISVILLE	TONY DESANTIS	OPERATIONS	05/29/2013	11.88
LOWES #00220*	LOUISVILLE	DONALD PEARCE	WATER	05/29/2013	15.55
LOWES #00220*	LOUISVILLE	BOB BERNHARDT	PARKS	05/29/2013	14.97
LOWES #00220*	LOUISVILLE	BRIAN SINNER	PARKS	05/28/2013	116.76
LOWES #00220*	LOUISVILLE	CATHERINE JEPSON	PARKS	05/28/2013	12.72
LOWES #00220*	LOUISVILLE	KATHLEEN D LORENZO	PARKS	05/26/2013	7.97
LOWES #00220*	LOUISVILLE	REBECCA CAMPBELL	LIBRARY	05/24/2013	92.58
LOWES #00220*	LOUISVILLE	MIKE THOMPSON	FACILITIES	05/24/2013	79.97
LOWES #00220*	LOUISVILLE	MATTHEW REAM	OPERATIONS	05/23/2013	12.60
LOWES #00220*	LOUISVILLE	JEFF LEBECK	OPERATIONS	05/22/2013	39.92
LOWES #00220*	LOUISVILLE	BOB BERNHARDT	PARKS	05/22/2013	3.74
LOWES #00220*	LOUISVILLE	BOB BERNHARDT	PARKS	05/22/2013	27.94
LOWES #00220*	LOUISVILLE	BOB BERNHARDT	PARKS	05/22/2013	-3.74
LOWES #00220*	LOUISVILLE	BENJAMIN FISHER	WATER	05/22/2013	35.00
LOWES #00220*	LOUISVILLE	BRIAN SINNER	PARKS	05/22/2013	97.88
LOWES #00220*	LOUISVILLE	MIKE THOMPSON	FACILITIES	05/21/2013	7.96
LOWES #00220*	LOUISVILLE	ERIK SWIATEK	PARKS	05/21/2013	62.85
LOWES #00220*	LOUISVILLE	STEVE HITE	OPERATIONS	05/21/2013	94.88
LULU'S BBQ LLC	LOUISVILLE	SEAN MCCARTNEY	PLANNING	06/11/2013	348.00

SUPPLIER	SUPPLIER LOCATION	CARDHOLDER	DEPARTMENT	TRANS DATE	AMOUNT
MCDONALD'S F14200	LOUISVILLE	KATHY MARTIN	REC CENTER	05/31/2013	150.00
MGM GRAND HOTEL	LAS VEGAS	AARON DEJONG	CITY MANAGER	05/21/2013	189.28
MGM GRAND HOTEL	LAS VEGAS	ROBERT P MUCKLE	CITY MANAGER	05/21/2013	189.28
MGM GRAND HOTEL	LAS VEGAS	MALCOLM H FLEMING	CITY MANAGER	05/21/2013	189.28
MICHAELS #2059	SUPERIOR	KIM CONTINI	REC CENTER	06/13/2013	18.95
MMM ROCKY MTN DIV OFFI	WESTMINSTER	ANGELA NORENE	OPERATIONS	06/18/2013	96.52
MOBILE TRAINING TEAM,L	EDMOND	MIKE ABROMOWICH	POLICE	05/20/2013	580.00
MULTILINE INT'L IMPORT	DENVER	LAUREN HEPP	REC CENTER	05/21/2013	113.91
MYRONLMETERS.COM	VISTA	DONALD PEARCE	WATER	06/03/2013	303.64
NALCO COMPANY POST-INV	06503051000	JERALD WALKER	WATER	05/29/2013	465.96
NAPA AUTO PART 0026903	LOUISVILLE	ROBERT ERICHSEN	PARKS	06/14/2013	37.07
NAPA AUTO PART 0026903	LOUISVILLE	TANNER THORSON	WASTEWATER	06/14/2013	24.07
NAPA AUTO PART 0026903	LOUISVILLE	DIANE M KREAGER	FINANCE	06/07/2013	1,696.47
NAPA AUTO PART 0026903	LOUISVILLE	DANIEL REBSTOCK	WASTEWATER	05/30/2013	17.46
NAPA AUTO PART 0026903	LOUISVILLE	MARK MCMILLAN	POLICE	05/30/2013	5.38
NAPA AUTO PART 0026903	LOUISVILLE	TANNER THORSON	WASTEWATER	05/26/2013	-53.38
NAPA AUTO PART 0026903	LOUISVILLE	MATTHEW REAM	OPERATIONS	05/23/2013	41.94
NAPA AUTO PART 0026903	LOUISVILLE	JEFF LEBECK	OPERATIONS	05/23/2013	13.36
NCS*ITL CDE COUNCIL EX	800-511-3478	LYNN TENNANT	BUILDING SAFETY	05/25/2013	180.00
NETFLIX.COM	NETFLIX.COM	ANGIE FERGUSON	REC CENTER	05/21/2013	5.36
NETWORX-BULB DIRECT	5853412000	KATIE BEASLEY	REC CENTER	06/03/2013	59.97
OCEAN CREEK RESORT INC	MYRTLE BEACH	LYNN TENNANT	BUILDING SAFETY	05/31/2013	119.84
OFFICE MAX	SUPERIOR	ROBIN BROOKHART	HUMAN RESOURCES	06/03/2013	16.49
OFFICE MAX	SUPERIOR	BRUCE GOODMAN	POLICE	05/21/2013	199.99
OFFICEMAX CT*IN#181110	877-969-6629	MONICA GARLAND	BUILDING SAFETY	06/19/2013	51.32
PARKER STORE-LOUISVILL	LOUISVILLE	MONROE D DUNN	OPERATIONS	06/10/2013	4.50
PARKER STORE-LOUISVILL	LOUISVILLE	DAVE NICHOLS	OPERATIONS	06/04/2013	53.11
PAULINO GARDENS	DENVER	BOB BERNHARDT	PARKS	06/17/2013	19.20
PAULS COFFEE & TEA	LOUISVILLE	SEAN MCCARTNEY	PLANNING	06/12/2013	17.32
PAYFLOW/PAYPAL	08888839770	DIANE M KREAGER	FINANCE	06/11/2013	113.55
PAYPAL *BEES TREES	4029357733	DAVID SZABADOS	FACILITIES	06/14/2013	50.00
PAYPAL *BEES TREES	4029357733	DAVID SZABADOS	FACILITIES	06/06/2013	312.50
PAYPAL *ERICMFEB5	4029357733	KATHY MARTIN	REC CENTER	06/07/2013	225.00
POWER PRODUCT TECHNOLO	DENVER	PATRICK FARRELL	WASTEWATER	06/18/2013	285.00
PREMIER CHARTERS	03032892222	KATIE BEASLEY	REC CENTER	06/13/2013	405.00
PREMIER CHARTERS	03032892222	KATIE BEASLEY	REC CENTER	06/04/2013	585.50
PREMIER CHARTERS	03032892222	KATIE BEASLEY	REC CENTER	05/29/2013	319.00
PUBLIC WORKS PARKING S	DENVER	AARON DEJONG	CITY MANAGER	06/18/2013	10.00
QWEST *COMMUNICATIONS	800-244-1111	DIANE M KREAGER	FINANCE	06/13/2013	610.00
QWEST *COMMUNICATIONS	800-244-1111	DIANE M KREAGER	FINANCE	06/13/2013	71.52
QWEST COMMUNICATIONS	800-244-1111	DIANE M KREAGER	FINANCE	06/13/2013	4,548.22
RAFT COLORADO	DENVER	LARISSA COX	REC CENTER	06/07/2013	15.20

SUPPLIER	SUPPLIER LOCATION	CARDHOLDER	DEPARTMENT	TRANS DATE	AMOUNT
RAFT COLORADO	DENVER	AMANDA PERERA	REC CENTER	05/24/2013	12.00
REBEL 2142 00021428	LAS VEGAS	MALCOLM H FLEMING	CITY MANAGER	05/21/2013	7.11
ROCKY MOUNTAIN CPR AND	CENTENNIAL	KAYLA FEENEY	REC CENTER	06/11/2013	366.00
ROCKY MOUNTAIN POWER G	DENVER	CRAIG DUFFIN	PUBLIC WORKS	06/17/2013	340.00
ROCKY MOUNTAIN SPORTS	LOUISVILLE	JESSE DEGRAW	REC CENTER	05/31/2013	152.85
RYAN HERCO - MOTO	BURBANK	GLEN SIEDENBURG	WATER	06/19/2013	821.36
SAFE SYSTEM 3034441191	303-444-1191	POLLY A BOYD	PARKS	05/31/2013	149.00
SAFETY PLAY	7275220061	KATHLEEN D LORENZO	PARKS	06/18/2013	55.00
SAFETY PLAY	7275220061	KATHLEEN D LORENZO	PARKS	06/17/2013	165.00
SAFEWARE INC	LANDOVER	SIDNEY COPELAND	WATER	05/29/2013	412.00
SCHAEFER ATHLETIC	LOUISVILLE	AMANDA PERERA	REC CENTER	05/21/2013	192.50
SENIOR CENTER	LAFAYETTE	KATIE BEASLEY	REC CENTER	06/14/2013	108.00
SHRED-IT DENVER	03032939170	AMANDA PERERA	REC CENTER	06/12/2013	82.50
SIGN LANGUAGE	03036754695	AMANDA PERERA	REC CENTER	06/17/2013	308.90
SILL TERHAR MOTORS	BROOMFIELD	MASON THOMPSON	OPERATIONS	06/17/2013	54.79
SILL TERHAR MOTORS	BROOMFIELD	MASON THOMPSON	OPERATIONS	05/29/2013	78.34
SILL TERHAR MOTORS	BROOMFIELD	MASON THOMPSON	OPERATIONS	05/21/2013	106.73
SILL TERHAR MOTORS	BROOMFIELD	MASON THOMPSON	OPERATIONS	05/21/2013	100.40
SILL TERHAR MOTORS	BROOMFIELD	MASON THOMPSON	OPERATIONS	05/20/2013	39.12
SMILING MOOSE DELI	LOUISVILLE	GAVIN MCMILLAN	PLANNING	06/12/2013	126.18
SOURCE OFFICE PRODUCTS	303-9648100	POLLY A BOYD	PARKS	06/19/2013	74.97
SOURCE OFFICE PRODUCTS	303-9648100	POLLY A BOYD	PARKS	06/18/2013	75.85
SOURCE OFFICE PRODUCTS	303-9648100	JEFF LEBECK	OPERATIONS	06/13/2013	184.73
SOURCE OFFICE PRODUCTS	303-9648100	POLLY A BOYD	PARKS	06/12/2013	63.31
SOURCE OFFICE PRODUCTS	303-9648100	POLLY A BOYD	PARKS	06/06/2013	50.84
SOURCE OFFICE PRODUCTS	303-9648100	POLLY A BOYD	PARKS	06/05/2013	106.93
SOURCE OFFICE PRODUCTS	303-9648100	POLLY A BOYD	PARKS	06/03/2013	24.48
SOURCE OFFICE PRODUCTS	303-9648100	POLLY A BOYD	PARKS	05/28/2013	85.77
SOURCE OFFICE PRODUCTS	303-9648100	LESLIE RINGER	HUMAN RESOURCES	05/28/2013	101.60
SOURCE OFFICE PRODUCTS	303-9648100	JOLENE SCHWERTFEGER	PLANNING	05/24/2013	321.54
SOUTHWEST AIRLINES	800-435-9792	DAWN BURGESS	CITY MANAGER	06/05/2013	331.60
SPEED BUMPS AND HUMPS	8667340605	CATHERINE JEPSON	PARKS	05/23/2013	127.04
SPORTS AUTHORI00001396	SUPERIOR	JESSE DEGRAW	REC CENTER	06/11/2013	133.94
SPORTS AUTHORI00001396	SUPERIOR	JESSE DEGRAW	REC CENTER	06/03/2013	63.98
SQ *TENNIS LOVES COMPA	ARVADA	JESSE DEGRAW	REC CENTER	06/12/2013	30.00
STAPLS7100705209000001	877-8267755	KAREN FREITER	LIBRARY	05/24/2013	55.77
STAPLS7100813397000001	877-8267755	JENNI DUNCAN	POLICE	05/29/2013	104.48
STAPLS7100813397002001	COPPELL	JENNI DUNCAN	POLICE	06/01/2013	104.48
STAPLS7100911055000001	877-8267755	KERRY HOLLE	PUBLIC WORKS	05/31/2013	93.63
STAPLS7100911055000002	877-8267755	KERRY HOLLE	PUBLIC WORKS	05/31/2013	11.99
STAPLS7100911055000003	877-8267755	KERRY HOLLE	PUBLIC WORKS	05/31/2013	24.02
STAPLS7100911055001001	COPPELL	KERRY HOLLE	PUBLIC WORKS	06/06/2013	-24.02

SUPPLIER	SUPPLIER LOCATION	CARDHOLDER	DEPARTMENT	TRANS DATE	AMOUNT
STAPLS7100933403000001	877-8267755	DIANE M KREAGER	FINANCE	05/31/2013	100.81
STAPLS7100984453000002	877-8267755	CAROL HANSON	CITY CLERK	06/01/2013	31.95
STAYWELL - KRAMES	08004567882	JANET COLE	REC CENTER	06/11/2013	402.06
STERICYCLE	08667837422	POLLY A BOYD	PARKS	06/10/2013	160.74
STUFFEDSAFARI.COM	SPRINGFIELD	SANDRA RICHMOND	LIBRARY	05/29/2013	18.99
TECHNOGYM USA	02066231488	JESSE DEGRAW	REC CENTER	06/19/2013	368.40
TERMINIX INT. 2145	800-837-6464	ANGELA NORENE	OPERATIONS	06/17/2013	523.80
THE AQUEOUS SOLUTION I	BOULDER	PAUL BORTH	REC CENTER	06/04/2013	529.02
THE ARRABELLE @ VAIL S	VAIL	MALCOLM H FLEMING	CITY MANAGER	06/19/2013	356.26
THE ARRABELLE @ VAIL S	VAIL	HEATHER BALSER	CITY MANAGER	06/19/2013	356.26
THE BETTY MILLS COMPAN	650-3448228	BRUCE GOODMAN	POLICE	06/14/2013	50.45
THE HOME DEPOT 1506	LOUISVILLE	BRIAN SINNER	PARKS	06/18/2013	26.69
THE HOME DEPOT 1506	LOUISVILLE	MATT LOOMIS	PARKS	06/18/2013	19.27
THE HOME DEPOT 1506	LOUISVILLE	PHIL LIND	FACILITIES	06/17/2013	23.97
THE HOME DEPOT 1506	LOUISVILLE	DEAN JOHNSON	PARKS	06/14/2013	25.94
THE HOME DEPOT 1506	LOUISVILLE	DANIEL REBSTOCK	WASTEWATER	06/14/2013	14.84
THE HOME DEPOT 1506	LOUISVILLE	DANIEL REBSTOCK	WASTEWATER	06/12/2013	104.73
THE HOME DEPOT 1506	LOUISVILLE	PHIL LIND	FACILITIES	06/11/2013	35.25
THE HOME DEPOT 1506	LOUISVILLE	DANIEL REBSTOCK	WASTEWATER	06/11/2013	69.19
THE HOME DEPOT 1506	LOUISVILLE	MATT LOOMIS	PARKS	06/07/2013	8.27
THE HOME DEPOT 1506	LOUISVILLE	TANNER THORSON	WASTEWATER	06/06/2013	170.60
THE HOME DEPOT 1506	LOUISVILLE	MATT LOOMIS	PARKS	06/06/2013	8.48
THE HOME DEPOT 1506	LOUISVILLE	BOB BERNHARDT	PARKS	06/05/2013	8.57
THE HOME DEPOT 1506	LOUISVILLE	MIKE THOMPSON	FACILITIES	06/05/2013	169.89
THE HOME DEPOT 1506	LOUISVILLE	MIKE THOMPSON	FACILITIES	06/04/2013	20.88
THE HOME DEPOT 1506	LOUISVILLE	DAVID SZABADOS	FACILITIES	06/03/2013	10.94
THE HOME DEPOT 1506	LOUISVILLE	DAVID ALDERS	PARKS	06/03/2013	5.22
THE HOME DEPOT 1506	LOUISVILLE	CATHERINE JEPSON	PARKS	06/03/2013	7.27
THE HOME DEPOT 1506	LOUISVILLE	DONALD PEARCE	WATER	06/03/2013	17.96
THE HOME DEPOT 1506	LOUISVILLE	BOB BERNHARDT	PARKS	06/03/2013	1.87
THE HOME DEPOT 1506	LOUISVILLE	DAVID ALDERS	PARKS	05/29/2013	41.82
THE HOME DEPOT 1506	LOUISVILLE	CATHERINE JEPSON	PARKS	05/28/2013	11.61
THE HOME DEPOT 1506	LOUISVILLE	BOB BERNHARDT	PARKS	05/28/2013	25.96
THE HOME DEPOT 1506	LOUISVILLE	MIKE THOMPSON	FACILITIES	05/24/2013	30.19
THE HOME DEPOT 1506	LOUISVILLE	MIKE THOMPSON	FACILITIES	05/23/2013	8.92
THE HOME DEPOT 1506	LOUISVILLE	MATT LOOMIS	PARKS	05/23/2013	23.31
THE HOME DEPOT 1506	LOUISVILLE	DANIEL REBSTOCK	WASTEWATER	05/23/2013	256.87
THE HOME DEPOT 1506	LOUISVILLE	BRIAN GARDUNO	OPERATIONS	05/22/2013	77.03
THE HOME DEPOT 1506	LOUISVILLE	MATT LOOMIS	PARKS	05/22/2013	9.51
THE HOME DEPOT 1506	LOUISVILLE	DAVID SZABADOS	FACILITIES	05/22/2013	43.94
THE HOME DEPOT 1506	LOUISVILLE	DAVE NICHOLS	OPERATIONS	05/21/2013	33.80
THE HOME DEPOT 1506	LOUISVILLE	MATTHEW REAM	OPERATIONS	05/20/2013	59.50

SUPPLIER	SUPPLIER LOCATION	CARDHOLDER	DEPARTMENT	TRANS DATE	AMOUNT
THE HOME DEPOT 1506	LOUISVILLE	DAVID ALDERS	PARKS	05/20/2013	15.29
THE SIGNATURE STARBUCK	LAS VEGAS	ROBERT P MUCKLE	CITY MANAGER	05/20/2013	20.32
THE TRAILS RV & STORAG	LAFAYETTE	MATTHEW REAM	OPERATIONS	06/10/2013	93.75
THE UPS STORE 5183	SUPERIOR	PATRICK FARRELL	WASTEWATER	06/11/2013	122.47
THE WILDLIFE EXPERIENC	PARKER	AMANDA PERERA	REC CENTER	06/05/2013	473.00
TLS*THE LIBRARY STORE	309-925-5571	MONICA PATTISON	LIBRARY	06/17/2013	27.83
TOWN OF SUPERIOR	03034993675	POLLY A BOYD	PARKS	06/05/2013	11.27
TUNDRA SPECIALTIES INC	03034404142	ANGIE FERGUSON	REC CENTER	06/03/2013	19.96
TUNDRA SPECIALTIES INC	03034404142	ANGIE FERGUSON	REC CENTER	05/28/2013	160.05
UNDERWATER360ONLINE	2152444300	DANIEL REBSTOCK	WASTEWATER	06/11/2013	67.57
UNIFORM&CAREER APPAREL	800-504-0328	JESSE DEGRAW	REC CENTER	05/29/2013	116.16
US WELDING #01	03037772475	POLLY A BOYD	PARKS	06/07/2013	19.60
US WELDING #01	03037772475	AMANDA PERERA	REC CENTER	05/31/2013	220.00
USA BLUE BOOK	08004939876	DANIEL REBSTOCK	WASTEWATER	06/06/2013	63.30
USA BLUE BOOK	08004939876	DANIEL REBSTOCK	WASTEWATER	06/06/2013	113.85
USA BLUE BOOK	08004939876	DANIEL REBSTOCK	WASTEWATER	06/06/2013	8.18
USPS 07567002330362917	LOUISVILLE	SIDNEY COPELAND	WATER	06/03/2013	6.77
USTC, LLC	PHOENIX	DAWN BURGESS	CITY MANAGER	06/06/2013	590.00
VWR INTERNATIONAL INC	08009325000	DANIEL REBSTOCK	WASTEWATER	06/12/2013	77.16
VWR INTERNATIONAL INC	08009325000	PATRICK FARRELL	WASTEWATER	06/04/2013	90.10
VWR INTERNATIONAL INC	08009325000	PATRICK FARRELL	WASTEWATER	06/04/2013	114.79
VWR INTERNATIONAL INC	08009325000	DANIEL REBSTOCK	WASTEWATER	05/25/2013	70.55
VWR INTERNATIONAL INC	08009325000	DANIEL REBSTOCK	WASTEWATER	05/24/2013	423.40
VWR INTERNATIONAL INC	08009325000	DANIEL REBSTOCK	WASTEWATER	05/24/2013	78.85
VZWRLSS*BILL PAY VB	800-922-0204	DIANE M KREAGER	FINANCE	06/01/2013	1,811.26
VZWRLSS*MY VZ VB P	800-922-0204	DIANE M KREAGER	FINANCE	06/19/2013	758.51
WALGREENS #7006	LOUISVILLE	KAYLA FEENEY	REC CENTER	06/17/2013	16.99
WALGREENS #7006	LOUISVILLE	JESSE DEGRAW	REC CENTER	06/07/2013	26.32
WALGREENS #7006	LOUISVILLE	JANET COLE	REC CENTER	05/22/2013	182.00
WATER ENVIRONMENT FEDT	703-684-2400	DANIEL REBSTOCK	WASTEWATER	05/31/2013	-41.00
WELBY GARDENS	DENVER	BOB BERNHARDT	PARKS	06/11/2013	142.34
WELBY GARDENS	DENVER	BOB BERNHARDT	PARKS	06/10/2013	299.30
WELBY GARDENS	DENVER	BOB BERNHARDT	PARKS	06/04/2013	358.28
WELBY GARDENS	DENVER	BOB BERNHARDT	PARKS	05/28/2013	223.60
WELBY GARDENS	DENVER	BOB BERNHARDT	PARKS	05/21/2013	296.90
WELBY GARDENS	DENVER	BOB BERNHARDT	PARKS	05/20/2013	796.28
WGPCC AT COAL CREEK GO	LOUISVILLE	JEFF LEBECK	OPERATIONS	05/19/2013	20.99
WHITESIDES BOOTS & CLO	BRIGHTON	ROBERT CARRA	WATER	06/08/2013	99.99
WHITESIDES BOOTS & CLO	BRIGHTON	ROBERT ERICHSEN	PARKS	06/07/2013	139.99
WHITESIDES BOOTS & CLO	BRIGHTON	SIDNEY COPELAND	WATER	05/23/2013	264.98
WHITESIDES BOOTS & CLO	BRIGHTON	PAUL BREMSER	WASTEWATER	05/21/2013	129.99
WHITESIDES BOOTS & CLO	BRIGHTON	PAUL BREMSER	WASTEWATER	05/21/2013	94.99

SUPPLIER	SUPPLIER LOCATION	CARDHOLDER	DEPARTMENT	TRANS DATE	AMOUNT
WM TRACKER	800-664-1434	PATRICK FARRELL	WASTEWATER	06/17/2013	149.95
WM TRACKER	800-664-1434	PATRICK FARRELL	WASTEWATER	05/31/2013	279.90
WW GRAINGER	877-2022594	PATRICK FARRELL	WASTEWATER	05/30/2013	110.67
WW GRAINGER	877-2022594	DONALD PEARCE	WATER	05/28/2013	99.00
WW GRAINGER	877-2022594	DONALD PEARCE	WATER	05/28/2013	33.36
X-ARENA	THORNTON	LAUREN HEPP	REC CENTER	05/31/2013	88.00
TOTAL					\$ 77,342.20

City Council Meeting Minutes

**July 2, 2013
City Hall, Council Chambers
749 Main Street
7:00 PM**

Call to Order – Mayor Muckle called the meeting to order at 7:00 p.m.

Roll Call was taken and the following members were present:

City Council: *Mayor Robert Muckle, Mayor Pro Tem Hank Dalton.
City Council members: Frost Yarnell, Susan Loo, Ron
Sackett and Emily Jasiak*

Absent: *Council member Jay Keany*

Staff Present: *Malcolm Fleming, City Manager
Kevin Watson, Finance Director
Aaron DeJong, Economic Development Director
Troy Russ, Planning Director
Gavin McMillan, Planner III
Scott Robinson, Planner I
Nancy Varra, City Clerk*

Others Present: *Sam Light, City Attorney*

PLEDGE OF ALLEGIANCE

All rose for the pledge of allegiance.

APPROVAL OF AGENDA

Mayor Muckle called for changes to the agenda. Council member Sackett moved to approve the agenda as published, seconded by Mayor Pro Tem Dalton. All were in favor. Absent: Council member Keany.

PUBLIC COMMENTS ON ITEMS NOT ON THE AGENDA

Dave Nosler, 604 Mead Court, Louisville, CO addressed the Intergovernmental Agreement between the City of Louisville and the Town of Superior regarding the

Sharing of revenue derived by sales tax generated on property south of US 36. He noted the Town of Superior proposes to develop a Town Center on the property and asked if what they are proposing is compliant with the IGA.

Janis Vogelsberg, 700 Pine Street, Louisville, CO presented a petition signed by 45 residents, requesting a residential parking permit program. She explained the surge of businesses and the many special downtown events have impacted the residents with littering, noise, and taking away residential parking. She requested the Council direct the City Manager to designate Jefferson Place as a residential zone district.

Anne McWilliams, 633 LaFarge Avenue, Louisville, CO stated the downtown events bring in people who disrespect the Louisville residents and their property. She has found trash, bottles and cigarette butts in her yard. In addition to the impact on residents parking, vandalism and trespassing, there is noise, yelling and screaming and noted LuLu's back patio is particularly loud. She asked Council for their assistance.

APPROVAL OF THE CONSENT AGENDA

The City staff requested a change to Consent Agenda Item 5D Resolution No.32, Series 2013 to change the date of continuance to July 16, 2013 instead of August 6, 2013. Mayor Muckle called for other changes to the consent agenda and hearing none, moved to approve the agenda, as amended. Mayor Pro Tem Dalton seconded the motion. All were in favor. Absent: Council member Keany.

- A. Approval of Bills**
- B. Approval of June 18, 2013 Meeting Minutes**
- C. Approval of Revised Study Session Schedule**
- D. Continue to the July 16, 2013 Meeting - Resolution No. 32, Series 2013 – A Resolution Designating the Lackner Tavern located at 1006 Pine Street a Historic Landmark**
- E. Approve PUD Extension**
 - 1. Resolution No. 33, Series 2013 – A Resolution Approving a Three (3) Year Extension of the Expiration Date of the Final Planned Unit Development Plan for Lot 1 and 2, Colorado Technological Center, Filing 2 from December 4, 2013 to December 4, 2016**
 - 2. Resolution No. 34, Series 2015 – A Resolution Approving a Three (3) Year Extension of the Expiration Date of the Final Planned Unit Development Plan for Lot 12, Colorado Technological Center, Filing 2 from November 2, 2012 to November 2, 2015**

COUNCIL INFORMATIONAL COMMENTS ON PERTINENT ITEMS NOT ON THE AGENDA

Mayor Muckle responded to Mr. Nosler's question relative to the revenue sharing IGA

for the Biella/Menkick property. He explained the City of Louisville disconnected from the City and the Town of Superior annexed into Superior 80-acres of land south of US 36. This property represents about half of the proposed Superior Town Center project. The Intergovernmental Agreement between Louisville and Superior provides for the development of 250,000 SF of sales tax generating retail space, which Louisville will receive 50% of the sales tax revenue collected. He reported the Council and City staff are aware of the Town Center proposal before the Superior Board of Trustees and are actively pursuing the terms of the Intergovernmental Agreement. The Mayor, City Manager and staff met with their counterparts in the Town of Superior and will continue to meet to ensure Louisville interests are protected.

Mayor Muckle announced the 4th of July fireworks will be held at the Coal Creek Golf Course. The festivities will begin at 6:00 p.m.

City Manager Fleming explained parking for the Firework show at the golf course is limited, but shuttle buses will be available to take people from the Recreation Center and the Home Depot to the Golf Course.

Mayor Muckle addressed Ms. Vogelsberg and Ms. McWilliams concern relative to the downtown events impact on the residential streets and private property. He stated the Council and City staff are acutely aware of the impact to the neighborhoods and are working to address parking and enforcement issues.

City Manager Fleming stated next month the City will conduct a parking study to identify parking problems in the downtown area. The study will examine measures to resolve parking issues such as parking structures and parking zones. Next year the City will construct a pedestrian gateway under the railroad track at South Street. This will open up pedestrian traffic to the east and parking at the ball fields. The City is also exploring other options including painting the curbs to restrict parking.

Regarding the noise complaints, the City Manager and the Economic Development Director will speak with the restaurateurs and the Downtown Business Association to determine what can be done about the issue.

Mayor Pro Tem Dalton stated the Council will look at reserved parking zones as a short-term solution, when the study is completed.

CITY MANAGER'S REPORT

City Manager Fleming reported there has been a taste and odor issue with the City's water. Some areas of the City are affected more than others. The problem appears to be the water drawn from the South Boulder Creek Water Shed, which may have algae blooms related to the warmer weather. The City will draw water from Carter Lake network to minimize the effects. Long term plans include filtration systems. He noted

water testing satisfies the EPA's standards, but the water taste and odor issues are significant and the City is taking steps to address those issues.

He reported on the following summer construction projects: Repaving McCaslin Boulevard and Spruce Lane; sewer main replacement along County Road; median

repair work on South Boulder Road at Highway 42. All the City's summer projects and dates can be found on the City's Web Site.

REGULAR BUSINESS

PROCLAMATION FOR RELAY FOR LIFE

Mayor Muckle read the proclamation, which proclaimed August 2nd a Relay for Life day in the City of Louisville. The American Cancer Society will hold its annual Relay for Life of East Boulder County on August 2 at Monarch High School. They are sponsoring a "Paint the Town Purple" event to raise cancer awareness in conjunction with the July 12th Street Faire. Large purple ribbons will be placed on the street posts of Main, Spruce and Walnut Streets, which lead to the Street Faire. The event will line those streets' sidewalks with luminaries (paper bags with a battery-powered electric light).

Denise Bruder, Event Chair of the Relay for Life of East Boulder County, accepted the proclamation. She invited everyone to attend the event and to join a team.

SISTER CARMEN GRANT RECIPIENT PRESENTATION

Mayor Muckle explained the City of Louisville has a non-profit grant program. This year grant recipients were asked to present an overview of the program and how the City's grant has impacted their organization.

Sister Carmen Community Center is a City of Louisville 2013 Grant Recipient. Joel Sayre, Sister Carmen Development Associate presented a brief overview of the non-profit and how the grant has impacted the organization. He stated when most people think about Sister Carmen, they think of a thrift store and the food bank. He stated Sister Carmen is Boulder County's only family resource agency. They coordinate a variety of activities including transportation assistances and prescription assistance. They help people to gain the skills to get out of poverty. In 2012 Sister Carmen direct assistance to the community was over 2 million dollars.

IMAGINE FOUNDATION GRANT RECIPIENT PRESENTATION

Imagine! Foundation is a City of Louisville 2013 Grant Recipient. Fred Hobbs, Imagine! Foundation Director of Public Relations presented a brief overview of the non-profit and how the grant has impacted the organization. He explained Imagine serves people with disabilities. In 2012 over 2,800 individuals were assisted in the communities in Boulder

and Broomfield Counties. Support grants are given to those in need. Imagine was established in 1963 and this is their 50th Anniversary. It started when a group of parents, who wanted to establish a program for persons with disabilities. He thanked the City of Louisville for their support.

RESOLUTION No. 35, SERIES 2013 – A RESOLUTION APPROVING A BUSINESS ASSISTANCE AGREEMENT WITH BLUE PARROT, INC, FOR IMPROVEMENT TO 640 MAIN STREET IN THE CITY OF LOUISVILLE

Mayor Muckle requested a staff presentation.

Economic Development Director DeJong presented an Economic Development Business Assistance Package (BAP) for the expansion of the Blue Parrot Restaurant. The Blue Parrot has been a Louisville institution since 1919. Mike and Mary Colacci began serving traditional Italian food and now the 5th generation of the family works at the restaurant. The owners propose to expand the restaurant by constructing an outdoor dining deck on the east side of the building at an estimated cost of \$25,000. They also are considering installing a community mural on the top portion of the building façade. To help facilitate the mural, the City may waive the sign review fee charged by the Planning Department and allow access to historic photos at the Historical Museum. The restaurant currently has 23 employees and with the expansion hope to grow to 30 within 5 years. Employee wages are not above the Boulder County average wage, but are typical for retail operations.

The Blue Parrot meets the general criteria of the Business Assistance Policy. The assistance would be funded by permit fees, construction use tax, and increased sales tax from the construction and operation of the new deck. The Blue Parrot will generate new revenue of approximately \$1,400 from building permit fees and construction use taxes directly to the City in the first year of operation, given \$25,000 investment for tenant improvements. They estimate adding \$60,000 per year of retail sales, generating \$1,800 per year of sales tax revenue. The sales tax rebate is for a three-year period and is not to exceed \$25,000. Staff recommended the following assistance:

Building Permit-Fee Rebate

50% rebate on permit fees for tenant finish (Excludes tap fees)	\$450
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Building Use Tax Rebate

50% rebate on Building Use Tax for core and shell and Tenant finish (excludes 0.375 % Open Space tax and 0.125% Historic Preservation tax)	\$200
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Sales Tax Rebate

40% rebate of City's General 3% sales tax on increased sales above the previous 12 month period for three years (capped at \$25,000)	\$2000
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<u>Sign Fee Waiver</u>	\$100
Total Estimated Assistance	\$2,750

COUNCIL COMMENTS

Council member Loo asked Economic Development Director DeJong to explain to the public, why a business assistance package could be given to an existing business. Economic Development Director DeJong explained a Business Assistant Package can also be given to assist in the retention of a business.

APPLICATION PRESENTATION

Katie Valdez, 791 W. Mulberry Street, Louisville, CO a waiter, bartender and manager for the Blue Parrot Restaurant, read a letter from the applicant, Paul Weissmann, who was not able to attend the meeting. The letter explained the City's Business Assistance would greatly help the restaurant continue to thrive. Two years ago, after several economically challenging years, the family considered closing the 92-year business. Since then, they invested in many cost saving measures such as new lighting and water conservation efforts. They propose a permanent deck for outside dining to transform the restaurant. The deck would be built over the existing ramp on the buildings east side, thereby preserving all the parking spaces. The Business Assistance would aid in the design and construction of the deck and enable the Blue Parrot to continue to be a vital part of downtown Louisville. He expressed thanks to Chief Building Official Ken Swanson and Economic Development Director Aaron DeJong for their assistance.

MOTION: Council member Sackett moved to approve Resolution No. 35, Series 2013, seconded by Council member Yarnell. Roll call vote was taken. The motion carried by a vote of 6-0. Absent: Council member Keany.

COAL CREEK STATION PLANNED UNIT DEVELOPMENT

1. RESOLUTION No. 36, SERIES 2013 – A RESOLUTION APPROVING PRELIMINARY SUBDIVISION PLAT AND PRELIMINARY PLANNED UNIT DEVELOPMENT (PUD) FOR AN APPROXIMATE 11 ACRE PARCEL OF THE CALEDONIA PLACE AND COAL CREEK STATION SUBDIVISIONS INCLUDING 51 RESIDENTIAL UNITS AND 34,335 SQUARE FEET OF COMMERCIAL SPACE.

2. ORDINANCE No. 1634, SERIES 2013 - AN ORDINANCE AMENDING CHAPTER 17.14 OF THE LOUISVILLE MUNICIPAL CODE TO ALLOW FOR DUPLEXES IN THE MIXED-USE RESIDENTIAL (MU-R) ZONE DISTRICT AND TO MODIFY THE LAND USE PLAN INCORPORATED AS "EXHIBIT A." - 1ST READING –SET PUBLIC HEARING 7/16/13

Mayor Muckle requested a City Attorney introduction.

City Attorney Light read Ordinance Nos. 1633 and 1634, Series 2013. He noted the property rezoning must be noticed (posted) fifteen days prior to the public hearing. As the property was not posted, the rezoning ordinance will return to the Planning Commission. He explained the public may speak on any of the documents. Mayor Muckle opened the public hearing and requested a staff presentation.

COUNCIL COMMENTS

Council member Loo inquired how far would the rezoning be pushed back. Planning Director Russ stated there are requirements for a 15-day publication, posting and mailing for rezoning. This will be reviewed by the Planning Commission on their first meeting in August and returned to the City Council at the second meeting in August.

Mayor Pro Tem Dalton asked if this would present a practical delay for the developer. Planning Director Russ responded no and explained there is a sense of confidence from the developer from a plat and PUD perspective controlled by the zoning. They cannot move forward until the zoning is established. This is a preliminary PUD and nothing will move forward until after the final PUD is approved. He did not believe there was an impact to the overall project.

Planning Director Russ claimed responsibility for not posting the property and explained the posting requirements are complicated. For example a PUD, SRU or a Plat does not require posting, however a rezoning does require posting. The Planning Division will meet next week at a study session to discuss making all posting processes consistent.

STAFF PRESENTATION

Planner I Robinson presented the facts and issues of the proposal. This is a request for a Preliminary Plat and Preliminary PUD and a modification of the Louisville Municipal Code. The request is for the redevelopment of a property at the southwest corner of South Boulder Road and Highway 42, just north of Little Italy and east of the railroad tracks. The property includes parts the Louisville Cyclery building, the former 7-11 building, and the Tim's Trains building. It does not contain Union Jack Liquor, Fordyce Auto or the carwash. It does include all the vacant land between South Boulder Road and Little Italy.

The request is for 34,335 square feet of commercial space, replacing 13,440 square feet of existing commercial space for a net increase of 20,895 square feet. The request includes 51 residential units: 34 as duplexes and 17 as townhomes. The property is located within the Highway 42 Revitalization Area and requires rezoning to be compliant with Chapter 17.14 of the Louisville Municipal Code. The applicant is requesting modifications to the adopted Land Use Plan to allow for a more functional layout. The proposal moves some of the commercial area from along South Boulder Road to along Highway 42, providing better visibility and access. The applicant is also requesting a

slight change to the street network to allow another access of South Boulder Road, which will continue Front Street from Little Italy to South Boulder Road and moving the intersection of Cannon Circle and Highway 42 further south to allow for a traffic signal.

The last major change request removes the park along Highway 42. The applicant proposes, as an alternative, a centrally located park and linear multi-use path through the development, which would be publicly accessible but privately maintained by the Home Owners Association.

Section 16.16.060 of the Louisville Municipal Code requires a 15% public land dedication for residential subdivisions and 12% of the net commercial area. The requirement may be waived by City Council if previous dedications were made. It has been City policy not to require public land dedication on replats. This property was subdivided as Caledonia Place in 1890, but never developed therefore staff is not requesting a public land dedication.

COUNCIL COMMENTS

Council member Jasiak asked for clarification on the public land dedication policy. Planning Director Russ explained the City's policy on properties previously platted has been to not require a land dedication. He noted there is room in the Code to interpret it differently in terms of requiring a land dedication above what was dedicated in a previous plat. He noted that has not been the City staff's practice. If Council direct staff to change the methodology, there would be a demand analysis performed to compare the previous subdivision to the current subdivision to see what demand there would be on City services. Staff would have to establish the methodology, but in order to remain consistent, would not recommend it in this particular case.

Mayor Pro Tem Dalton inquired whether there would be a public purpose served by a land dedication. Planning Director Russ explained the methodology is more for a Greenfield expanding City rather than a redevelopment. The logic behind the methodology determines what the public needs are for a particular site. There are Impact Fees, which all development must pay for regional improvements not site specific. Public land dedication is site specific. He explained the proposal is less in demand in place than what was entitled with the previous plat.

Planner I Robinson addressed the Preliminary Subdivision Plat and noted the proposed block layout complies with the Mixed Use Development Design Standards and Guidelines (MUDDSG) and matches in scale and style with the existing residential neighborhood to the south. The block lengths and widths are appropriate, and alley access is provided for all residential units. The commercial section follows the requirements of the MUDDSG by moving the buildings to the street and providing parking behind.

The streets in the development are narrow and designed to accommodate on-street parking. The street sections have been approved by the Public Works Department. The Public Works Department has expressed some concern the turning radii at some intersections may be too tight for fire trucks and other large vehicles. Staff recommends a condition of approval requiring the applicant to provide turning templates and show all corners are navigable before the approval of the final plat and PUD.

The internal street networks are adequate for site circulation. The Cannon Circle connection will allow drivers going from eastbound South Boulder Road to southbound Highway 42 to avoid the signal at South Boulder Road and Highway 42, alleviating the need for a dedicated right turn lane at that intersection. The connection of Front Street to Griffith Street will allow access to Downtown and the signal at Main Street and South Boulder Road.

The applicant proposes realigning the southern east-west portion of Cannon Circle to better serve the development, meet signal spacing requirements to allow for a traffic signal on Highway 42, and to align with the access to the Harney/Lastoka Open Space east of Highway 42. Business access to Fordyce Auto will be provided by access easements across Lot 1, Block 1, and a right-in-right-out access will be maintained at the location of the current intersection of Cannon Circle and Highway 42 to allow for truck access to Fordyce Auto. The owner of Fordyce Auto has agreed to these changes.

There are some concerns with the southernmost east-west alley just north of Little Italy. It is currently an unimproved public alley, which the applicant intends to improve. The applicant is requesting the City maintain the alley, while the Public Works Department is requesting the alley be made private and the Homeowners' Association maintain it. Staff suggests a condition of approval requiring this issue be resolved before the final plat and PUD are approved. The western end of the alley is the private property of the homeowners to the south. The applicant has agreed to work with the property owners to provide access, and staff recommended a condition of approval requiring access be provided before the final plat and PUD are approved.

WAIVERS

The following waivers would allow for the development of a mixed use project in the Highway 42 Revitalization Area:

- Decreased residential density in the MU-R district
- Decreased minimum lot coverage in the MU-R district
- Increased maximum front setback in the MU-R district
- Decreased minimum front lot line coverage in the MU-R district
- Decreased minimum lot size, lot area per unit, and lot width in the RM district
- Decreased minimum setbacks in the RM district
- Increased maximum lot coverage in the RM district

- Decreased minimum lot coverage for Building D in the MU-CC district
- Increased maximum setbacks for Building D in the MU-CC district
- Decreased minimum height and story requirements in both MU-R and MU-CC districts

Staff has determined the waivers are appropriate under LMC Section 17.14.090 to allow for an effective development given the location and surrounding land uses. The applicant is also requesting and staff is recommending two changes to Chapter 17.14 of the LMC:

- Adjustments to the “Exhibit A” Land Use Plan to allow for a more connected street network and better sited land uses
- Removal of the prohibition on duplexes in the MU-R district north of Little Italy only

The Planning Commission suggested the eight foot path be continued all the way along South Boulder Road. Staff has incorporated this suggestion into the recommended conditions of approval. Besides these issues, Planning Commission generally expressed strong support for the project. Staff recommended approval of the Preliminary Plan and Preliminary Planned Unit Development with the following conditions:

1. Widen the multi-use path along South Boulder Road to eight feet.
2. The maintenance of the southernmost alley will be determined before final approval of the plat and PUD.
3. Access on the west end of the southernmost alley will be acquired before final approval of the plat and PUD.
4. The applicant will provide radii and turning templates at all street corners to show accessibility by fire trucks and other large vehicles.
5. The applicant shall rezone the property in compliance with Exhibit A of the LMC Chapter 17.14 at or before the approval of final PUD.

APPLICANT PRESENTATION

Gary Brothers, 1737 Lois Court, Lafayette, CO explained they met with staff after the Planning Commission approval to work on the concerns expressed. They looked at specific items, such as the bike path along South Boulder Road to make it more contiguous to the existing 8-foot path. They felt it might be appropriate to have a more developed park-like community garden approach through the residential area and will work on the concept. They conducted a study session where they discussed the drive thru and were able to make recommendation on moving the unit toward Highway 42. He was available to respond to Council questions.

PUBLIC COMMENT

Michael Menaker, 1827 W. Choke Cherry Drive, Louisville, CO had an opportunity to see the proposal and noted it is a challenging parcel due to the access issues. He attended the Planning Commission meeting, and observed the surrounding businesses are willing neighbors to assist this development. He noted the residents were concerned about the extension of Front Street. He stated the original land use table has been greatly improved and urged Council to direct staff to maintain the City owned alley. He supported the passage of the resolution.

COUNCIL COMMENTS

Council member Sackett supported the redevelopment of the land. He asked if this is a substandard development because of all the waivers. He asked why the Homeowners Association is asked to maintain alleys and roadways. He requested the same standard be used in this development as is applied in other parts of the City.

Planning Director Russ explained when the redevelopment district came forward and codified the mixed-use standards they did not embrace Little Italy. The narrower streets will be a better neighbor to Little Italy by slowing traffic to a residential speed limit. He stated the cost of the street is more expensive and has more landscaping and better design features. He stated the waivers are neither to the building codes nor to the quality of the buildings. They are to reduce the density of the townhomes to be more compatible with the homes in the area.

COUNCIL COMMENTS

Council member Jasiak asked if there are any other parks maintained by Home Owners Associations such as Cowboy Park in Steel Ranch. Planning Director Russ explained the Cowboy Park is under a two-year warranty and maintained by the Metro District through the contractor. The City will take over the maintenance once the warranty is up. The Safeway project's public spaces will be maintained by the Home Owners Association, whereas City Parks are maintained by the City.

Council member Loo stated the drawing is deceptive and appears denser because of the detached garages. Planning Director Russ agreed and confirmed four units are really two.

Council member Loo addressed Condition #4 and asked if the dwellings will be sprinkled. Planning Director Russ responded no, because the code doesn't require it.

Council member Loo stated because of the narrower streets, she wanted to take into account the Louisville Fire Protection District will sign off on this proposal and confirm they will be able to access these properties. Planner I Robinson stated the Fire Protection District has reviewed Condition #4 and are satisfied.

Mayor Pro Tem Dalton asked the applicant if they had any problem with any of the conditions. Mr. Brothers stated condition #4 and the turn radius for trash trucks will

cause some redesign for the radius, however all other conditions are acceptable to the applicant/owner.

Mayor Muckle addressed Condition #2, the maintenance of the alley, and asked if it will be resolved. Planning Director Russ explained some tweaks to the plans may alter the Public Works Department's decision. It is basically the geometrics, which are not working and their concern is the ability for equipment to access the alley. There is enough right-of-way, but not radius. The City Engineer has offered some suggestions.

Mayor Muckle's inclination was for the City to maintain the alley. He inquired about the duplexes north of Griffith Street, which include Little Italy. Planner I Robinson explained there will be duplexes in the MUR Zone north of Griffith Street. Duplexes in the RM Zone District are entitled by right.

Mayor Muckle asked about the Drive thru and whether the applicant had identified a user. Planning Director Russ responded no. Mr. Brothers confirmed the applicant does not have a specific user.

Mayor Muckle addressed the requirement for public land dedication and asked why it does not apply in this proposal. Planning Director Russ stated the land has already been platted therefore the land dedication does not apply. It has been City policy not to require public land dedication on replats. Staff is open to changing the code for future proposals previously platted. Planner I Robinson reviewed his calculations for public land dedication, removed the right-a-ways and determined commercial and residential development, and thus would require a public land dedication of 60,000 SF or less than 1.5 acres.

Mayor Muckle was inclined to add a friendly condition to work out a public land dedication prior to final approval. Planning Director Russ stated staff could, however the calculation for public land dedication does not take into account this was previously platted. His concern centered on the purpose of the public land dedication and what is the net demand from the previous dedication already expected from the subdivision. He stated it does not demonstrate a needs assessment versus the original plat versus the proposed plat. He suggested a study session where a methodology could be worked out to demonstrate the needs assessment.

Mayor Pro Tem Dalton did not understand the request for land dedication. Mayor Muckle wanted the land dedication to be consistent with other developments.

City Attorney Light explained staff must have direction on the question of ownership for the use of public property. He stated this will require legislative intervention to revise the Code. The demand analysis would determine how to deal with redevelopment. The question on dedication is whether it is an easement or outright fee title to the property. Staff direction is needed on whether Outlots E and A are to be encumbered by a public use easement.

Mayor Muckle stated it was not a matter of ownership, but whether there is public access. Planning Director Russ stated the Code requires unencumbered land and as currently proposed, it does not meet the code.

Mayor Pro Tem Dalton suggested the green space portion of the plan meets the intent of a public land dedication. Planning Director Russ explained the Planning Division has a methodology that is applied for all development projects. Public access has been negotiated in this and other projects under different ownership maintenance. He agreed with Mayor Pro Tem Dalton's suggestion to following the current methodology for this project but start a conversation on legislative change.

Mr. Brothers stated their assumption was that the redevelopment of a platted property did not require land dedication. He stated they have not accounted for land dedication. They have accepted drainage easements funded by the developer. He felt requiring cash in lieu or land dedication would be a game changer.

Mayor Muckle asked the applicant to comment. Mr. Brothers explained as they pursued this development it was their impression this was a redevelopment of an existing plat. He stated if the public land dedication or cash-in-lieu requirement is going to be pursued it should be applied throughout the redevelopment area, which will put a burden on the redevelopment of those properties. He explained the public land dedication was not accounted for during their negotiations with the City staff and noted they have already provided drainage for the City. He stated the addition of the public land dedication as a condition of approval would be a game changer.

Mayor Muckle stated he was not proposing cash-in-lieu of public land dedication for additional parks elsewhere. Mr. Brother suggested not using the term public land dedication and use instead the term public use.

Council member Jasiak asked about notification (mailings) to the neighbors and explained she has not heard from her constituents. Planning Director Russ stated all required notices went out except the property was not posted with a sign.

Mayor Muckle requested public comment and hearing none closed the public hearing.

COUNCIL COMMENTS

Council member Loo commended the applicant for bringing the proposal forward and acknowledged it had its challenges. She voiced her appreciation for reducing the density. With respect to the discussion of public land dedication, she felt there was considerable public use, the bikeway, the park, the storm drainage and the paved alley. She agreed the City should maintain the alley and voiced her support for the proposal.

Council member Jasiak commended the applicant and staff for being so respectful to the Little Italy community. She appreciated the reduction in density and felt the housing stock opportunities (duplexes and townhomes) will tie into the Little Italy neighborhood.

Council member Yarnell thanked the applicant for making their proposal fit with the existing neighborhood and reducing the density. She supported the City maintaining the alley if the City's equipment can maneuver through.

Mayor Muckle thanked the Arnold Family and Mr. Brothers for being respectful of the neighbors and stated he looked forward to the amenities the project will bring forward.

RESOLUTION No. 36, SERIES 2013 – A RESOLUTION APPROVING PRELIMINARY SUBDIVISION PLAT AND PRELIMINARY PLANNED UNIT DEVELOPMENT (PUD) FOR AN APPROXIMATE 11 ACRE PARCEL OF THE CALEDONIA PLACE AND COAL CREEK STATION SUBDIVISIONS INCLUDING 51 RESIDENTIAL UNITS AND 34,335 SQUARE FEET OF COMMERCIAL SPACE.

MOTION: Mayor Pro Tem Dalton moved to approve the amended version of Resolution No. 36, Series 2013, with all five conditions, seconded by Council member Sackett. All were in favor. Absent: Council member Keany.

ORDINANCE No. 1633, SERIES 2013 - AN ORDINANCE AMENDING CHAPTER 17.14 OF THE LOUISVILLE MUNICIPAL CODE TO ALLOW FOR DUPLEXES IN THE MIXED-USE RESIDENTIAL (MU-R) ZONE DISTRICT AND TO MODIFY THE LAND USE PLAN INCORPORATED AS "EXHIBIT A." - 1ST READING – SET PUBLIC HEARING 7/16/13

MOTION: Mayor Pro Tem Dalton moved to approve Ordinance No. 1633, Series 2013 on first reading, ordered it published and set a public hearing for July 16, 2013, seconded by Council member Sackett. All were in favor. Absent: Council member Keany.

RECESS: The City Council recessed at 9:05 p.m., and reconvened at 9:15 p.m.

SAFEWAY REDEVELOPMENT (ALFALFAS)

1. RESOLUTION No. 37, SERIES 2013 - A RESOLUTION APPROVING A FINAL PLANNED UNIT DEVELOPMENT, FINAL PLAT, AND SPECIAL REVIEW USE TO PERMIT THE CONSTRUCTION OF FIVE (5) BUILDINGS, THREE (3) OF WHICH WILL CONTAIN A TOTAL OF 111 APARTMENT UNITS OVER STRUCTURED PARKING, AND TWO (2) OF WHICH WILL CONTAIN 36,000 SQUARE FEET OF RETAIL DEVELOPMENT, ON TRACT I OF THE LOUISVILLE NORTH 7TH FILING SUBDIVISION LOCATED AT 707 E SOUTH BOULDER ROAD

2. ORDINANCE No. 1635, SERIES 2013 – AN ORDINANCE APPROVING THE VACATION OF AN EXISTING 25 FOOT SEWER AND WATER EASEMENT LOCATED WITHIN TRACT I, LOUISVILLE NORTH 7TH FILING WITHIN THE CITY OF LOUISVILLE – 1ST READING – SET PUBLIC HEARING 7/16/13

Mayor Muckle outlined the Safeway Redevelopment Proposal and requested a City Attorney introduction.

City Attorney Light read Ordinance No. 1635, Series 2013 and explained this proposal is a redevelopment of the former Safeway property. The easement was associated with the old development and the applicant is proposing a new easement, therefore the ordinance is to approve the vacation of the existing sewer and water easement.

Mayor Muckle opened the public hearing and requested a staff introduction.

Planner III McMillan explained Resolution No. 37, Series 2013 and Ordinance No. 1535, Series 2013 deal with the redevelopment of the Safeway property located at South Boulder Road and Centennial Drive. In November of 2012, the Preliminary PUD was approved for two buildings consisting of 33,700 SF of retail space and three buildings consisting of 111 apartment units. At the preliminary level Council looks at site planning, density, bulk and mass. At the final approval level, the Council looks the finer details, the building materials, the landscaping and the architecture. There were three conditions of approval associated with the preliminary review:

- 1) The applicant provides the City an updated shared parking agreement for the shopping center with all affected parties
- 2) The applicant creates a shared parking management program that will ensure the residential portion of the parking can achieve a 2 spaces per unit ratio between the hours of 8 pm and 8 am
- 3) The applicant resolves shadowing concerns with existing surrounding structures.

The applicant satisfied the first condition by providing an amended parking agreement for the center that allows visitors to the proposed development to park anywhere in the Village Square Shopping Center. Anyone visiting the businesses on the site would be able to use the surface parking planned as part of the proposed development.

Project Overview: The site plan includes Building A - 36,000 SF of Retail; Alfalfas- 27,800 SF (23,893 grocery, 3,907 SF circulation and community room) and Building B - Ancillary Retail – 8,200 SF. The plan includes public plazas between buildings A and B and also at the residential units. There are three residential building, containing 111 units over an underground parking lot. There are two access points, one from Centennial Drive and one from South Boulder Road. There is a relocated access drive (behind the old Safeway building), which will be to the west of the residential buildings. Sidewalks: An 8' on South Boulder Road and 5' on Centennial Drive. With respect to

the landscaping, the mature trees will remain, street trees will be added and the Russian Olive trees will be removed.

Buildings A and B are the retail components of the project are located on the southern portion of the site. Building A - Alfalfa's Grocery Store (27,800 SF), which includes a community room. The building is proposed to be 30' tall and a maximum of 35' 4" on the corner. Building B is the other retail proposal and is 8,200 SF with a maximum height of 31' tall. Building A will be constructed of brick, masonry and steel with a glass tower element on the corner. Building B is a single story building constructed of wood siding, pillar elements with outdoor seating areas on the east and west side.

Buildings C, D, and E contain 111 units of residential apartments. Building C contains 37 units, and is 43' 4" tall, Building D contains 44 units and is 41' 6" tall and Building E contains 30 units, which are 40 to 42' tall and contains a 48' Cupola. Building C is to be constructed of brick with masonry base. Building E is to be constructed of wood siding with wood trim. Building E and D have a glass walkway separating the two buildings and are to be constructed of wood trim with wood siding.

One of the conditions of approval was the applicant resolve the shadowing concerns with existing surrounding structures. The setback of 30 feet instead of 20 feet will assist in mitigating the shadowing impact. The applicant's shadow study demonstrated the impacts from the project are minimal on the darkest day of the year. Staff found this condition has been met.

Another condition of approval was the applicant creates a shared parking management program to ensure the residential portion of the parking can achieve 2-spaces per unit ratio between the hours of 8 pm and 8 am. There are 296 parking spaces on site; 181 residential of which 156 are located in the underground residential parking area and 25 are surface parking outside the residential buildings. There are 115 retail onsite and additional parallel parking on Centennial drive. All the buildings within the shopping center operate under a shared parking agreement. The parking requirement is exceeded for retail parking requirement, but are short on the residential parking requirements for residential parking. The Louisville Municipal Code requires 2 spaces per unit, which would be 222 spaces and 181 spaces are proposed. 41 of the retail parking spaces will be dedicated for residential purposes to meet the residents overnight parking needs. There will be a note on the PUD confirming the 41 retail spaces can be used for residential needs between 8 PM and 8 AM.

COUNCIL COMMENTS

Council member Jasiak inquired if the public will understand the 8 am to 8 pm parking is for retail parking. Planner III McMillan stated signage will be erected establishing spaces can be used for residential overnight parking.

Signage: The CDDSG Permits 505 SF of sign, for a total of 3 signs with letters 2' tall.

Alfalfas requests 492 SF of signage; 3 walls signs with 2' tall letters and two banners.

COUNCIL COMMENTS

Council member Loo inquired whether any statements, including those political in nature, could be put on banners. City Attorney Light stated the sign code has some exemptions and there are size requirements, but first amendment speech will have protection. Flags and other forms of first amendment rights are limited to 60 SF. He stated first amendment signs are exempt.

Recommendation: Staff recommended the City Council approve Resolution No. 37, Series 2013 with one condition: "Prior to issuance of a building permit, the applicant will provide copies of the documents vacating the 8 foot wide utility easement and the access easement agreement on sheet 3 of the final plat". Staff recommended the City Council approve Ordinance No. 1635, Series 2013 on first reading and set second reading and public hearing for July 16, 2013.

APPLICANT PRESENTATION

Jim Loftus, Loftus Development Inc., 2595 Canyon Blvd, Suite 200, Boulder, CO stated Mike Mulhern would present their proposal.

Mike Mulhern, The Mulhern Group, LTD, 1730 Blake Street, Suite 435, Denver, CO, stated the presentation would be keeping with the Preliminary, which was previously approved by the City Council. The proposal is for the Village Square Mixed -Use Redevelopment Proposal located at 707 South Boulder Road. The Site Plan removes the service drive behind Safeway to encourage traffic to use the access point at South Boulder Road opposed to Centennial Drive. He reviewed the highlights of the proposed Mixed-Use Redevelopment Project.

- A state-of- the-art Alfalfa's Natural Food Grocer of 27,800 SF, including a 1,000 community room.
- Shops and Restaurants – 82,000 SF with letters of intent for all four spaces.
• Shops building - Shops and Restaurant – 82,000 SF, with letters of intent for
- 111 luxury residential units in 3 buildings with high- end amenities; fully secured, with elevators throughout, and totally accessible, a 10,000 SF landscaped courtyard featuring pool, fire pit, barbecue areas, 156 car secured parking structure with direct elevator access to each of the three buildings, 20 tenant storage units and secured bike parking.
- Smart growth using existing street system, utilities and City services. Mixed Use project adjacent to existing bus routes and within walking distance to Old Town and future rail lines.
- Shared parking to reduce the amount of asphalt and providing on-site water quality and storm water detention taking the demand from the City's system.

- Alfalfas will be a green building with a state-of-the-art HVAC system, composting, and recycling facilities, two electric car charging stations and an electric power van.
- The Apartments will be very user friendly, with highly efficient HVAC units, which are individually controlled, interior fans, high insulation and other environmentally friendly systems and construction techniques.
- Open Space dedication: 38 % versus the 30% required, tree lined, adding 8' multi-purpose path.
- At the corner at Centennial Street trees will be introduced along with the incorporation of a 5' sidewalk and parallel parking will create a safer environment for pedestrians.
- The south side of Alfalfas will have a glass stairwell leading to the offices and community area and will be well lit.
- The loading dock at Alfalfas will be screened by ornamental iron and landscaping.
- The pedestrian plaza will include brickwork, planters, lighting, outdoor tents for special events and outside eating areas.
- The sidewalks will be tree-lined with the planting beds.
- The residential bulb-outs will create the residential parking lot.
- Parking is adequate for the residential units with 156 spaces in the parking structure (1.4spaces per unit) and 25 additional surface parking spaces for a total of 185 spaces.
- The signage will be provided for retail and residential parking.

Mr. Mulhern concluded his presentation and would be available to respond to Council's questions.

COUNCIL COMMENTS

Mayor Muckle stated the flagpole in different drawings show different heights. He asked for the proposed height of the flagpole. Planner III McMillan stated there is a maximum flag pole height limit and staff will ensure it is not exceeded.

Jim Loftus explained the name of the apartments has been changed to Center Court.

Mayor Muckle asked if there was a sign for residential on the corner of South Boulder Road and Centennial. Mr. Mulhern explained they are using the signage to screen the apartment project from South Boulder Road.

Mayor Muckle asked if there were any issues about off-site signage. Planner III McMillan responded there are not.

Council member Loo asked if the water feature was removed. Mr. Mulhern confirmed the water feature was removed to enable Alfalfas to have more flexibility.

Mayor Muckle requested public comment and hearing none, closed the public hearing.

He suggested the signage be more detailed to provide direction to the residential units and the retail shops.

Council member Jasiak supported the name Center Court for the residential units. Mr. Loftus stated the recorded documents will reflect the residential units as Center Court.

RESOLUTION No. 37, SERIES 2013 - A RESOLUTION APPROVING A FINAL PLANNED UNIT DEVELOPMENT, FINAL PLAT, AND SPECIAL REVIEW USE TO PERMIT THE CONSTRUCTION OF FIVE (5) BUILDINGS, THREE (3) OF WHICH WILL CONTAIN A TOTAL OF 111 APARTMENT UNITS OVER STRUCTURED PARKING, AND TWO (2) OF WHICH WILL CONTAIN 36,000 SQUARE FEET OF RETAIL DEVELOPMENT, ON TRACT I OF THE LOUISVILLE NORTH 7TH FILING SUBDIVISION LOCATED AT 707 E SOUTH BOULDER ROAD

MOTION: Council member Jasiak moved to approve Resolution No. 37, Series 2013, seconded by Council All were in favor. Absent: Council member Keany.

ORDINANCE No. 1635, SERIES 2013 – AN ORDINANCE APPROVING THE VACATION OF AN EXISTING 25 FOOT SEWER AND WATER EASEMENT LOCATED WITHIN TRACT I, LOUISVILLE NORTH 7TH FILING WITHIN THE CITY OF LOUISVILLE – 1ST READING – SET PUBLIC HEARING 7/16/13

MOTION: Mayor Muckle moved to approve Ordinance No. 1635, Series 2013, of first reading, ordered it published and set a public hearing for July 16, 2013, seconded by Mayor Pro Tem Dalton. All were in favor. Absent: Council member Keany.

EXECUTIVE SESSION – REAL PROPERTY ACQUISITIONS AND DISPOSITIONS

(Louisville Charter, Section 5-2(c) – Authorized Topics – Consideration of real property acquisitions and dispositions, only as to appraisals and other value estimates and strategy, and C.R.S. 24-6-402(4)(a))

Mayor Muckle explained the process for an Executive Session and the reason for executive sessions as follows: In some instances it protects the strategy for negotiations for acquisition and dispositions of property and the City's financial interests. It also protects the City employees when personnel matters are discussed. Anything discussed in an executive session will be later discussed in a public meeting.

REGULAR BUSINESS ITEMS SUSPENDED

City Attorney Light explained the City Manager is requesting the City Council convene an Executive Session for the purpose of consideration of potential real property disposition – parcels of real property in Louisville.

City Clerk Varra read Section 2.90.050 public statement from the Louisville Municipal Code, which governs the topics discussed in an executive session.

City Attorney Light stated the authority for conducting an executive session is the Louisville Charter, Section 5-2 (c) - Authorized Topics – Consideration of real property acquisitions and dispositions, only as to appraisals and other value estimates and strategy, and C.R.S. 24-6-402(4)(a) under the Colorado Open Meetings Law. The City Manager is requesting an executive session for three distinctive matters: 1) A potential acquisition or interest in real estate; 2) A potential sale of property owned by the City and 3) A potential sale or swap of land, all of which is in the city limits of the City of Louisville. He requested three separate motions for each matter.

MOTION: Mayor Muckle moved the City Council convene an executive session for the purpose of consideration of a potential acquisition or interest in real estate, but only as to appraisals, value estimates and strategy for such property disposition and the

executive session include the City Council, City Manager and City Attorney. Mayor Pro Tem Dalton seconded the motion. All were in favor. Absent: Council member Keany.

MOTION: Mayor Muckle moved the City Council convene an executive session for the purpose of consideration of potential sale of property owned by the City, but only as to appraisals, value estimates and strategy for such property disposition and the executive session include the City Council, City Manager and City Attorney. Mayor Pro Tem Dalton seconded the motion. All were in favor. Absent: Council member Keany.

MOTION: Mayor Muckle moved the City Council convene an executive session for the purpose of consideration of a potential sale or swap of land, which concern the grain elevator property and adjoining property, but only as to appraisals, value estimates and strategy for such property disposition and the executive session include the City Council, City Manager and City Attorney. Mayor Pro Tem Dalton seconded the motion. All were in favor. Absent: Council member Keany.

The City Council went into executive session at: 10:02 p.m. The City Council reconvened the regular meeting at 11:25 p.m.

REGULAR BUSINESS ITEMS CONTINUED

REPORT – DISCUSSION/DIRECTION/ACTION – REAL PROPERTY ACQUISITION AND DISPOSITION

City Attorney Light reported in executive session the City Council discussed real property acquisitions and dispositions for three distinct matters: 1) A potential for acquisition of real estate or an interest in real estate; 2) A potential sale of property owned by the City and 3) A potential sale or swap of property, all related to parcels within the City. With respect to the potential sale or swap of property is for the grain elevator and adjacent parcel. The City Council provided direction to the staff on strategies for negotiations on potential disposition of property owned by the City and the potential acquisition of real property. He noted if negotiations result in a tentative

proposal for the sale or disposal of City property, it does require action at a public meeting. There will be a number of opportunities for public comment on specific agenda items. Any sale or purchase of property requires a resolution approving a purchase contract. At this point, none of the matters discussed have a tentative proposed contract. The sale of any property is by ordinance, which provides for public comment. The Louisville Municipal Code provides for any purchase of property requires publication notice of the intent to consider acquisition of property. Staff will continue with the direction given by the City Council and report back should the matter result in a contract in a public meeting.

Mayor Muckle noted the City has been negotiating with the Olde Town Group. The City has received a proposal from Randy Caranci and Erik Hartkroft to purchase the property and rehabilitate the building. He felt it is appropriate for the City to continue negotiations with the Olde Town Group, but also negotiate the grain elevator proposal submitted by Mr. Caranci and Mr. Hartkroft.

MOTION: Mayor Muckle moved to continue the negotiations with the Olde Town Group for the grain elevator, but to also negotiate the grain elevator proposal submitted by Mr. Caranci and Mr. Hartkroft.

Mayor Pro Tem Dalton offered a friendly amendment to include a potential sale to Mr. Caranci and Mr. Hartkroft, seconded by Council member Loo.

Mayor Muckle explained the negotiations with the Olde Town Group also included an option to sell the grain elevator. He accepted the friendly amendment. All were in favor. Absent: Council member Keany.

CITY ATTORNEY'S REPORT

City Attorney Light reported the State has adopted its regulation of recreational marijuana. On the July 16 City Council agenda, staff will ask for direction on policy issues prior to crafting regulations for City Council to review.

COUNCIL COMMENTS, COMMITTEE REPORTS, AND IDENTIFICATION OF FUTURE AGENDA ITEMS

Mayor Muckle reported the Water Committee will meet in August. He also reported the North Area Mobility Study is underway and hoped in the next month there will be discussion on rail segmentation.

ADJOURN

MOTION: Mayor Muckle moved for adjournment, seconded by Council member Jasiak. All were in favor. Absent: Council member Keany. The meeting was adjourned at 11:31 p.m.

Robert Muckle, Mayor

Nancy Varra, City Clerk

**SUBJECT: RESOLUTION NO. 39, SERIES 2013 – A RESOLUTION
ESTABLISHING REFUSE, RECYCLABLES AND
COMPOSTABLES COLLECTION AND DISPOSAL FEES
EFFECTIVE AUGUST 1, 2013 FOR THE CITY OF LOUISVILLE,
COLORADO**

DATE: JULY 16, 2013

PRESENTED BY: KURT KOWAR, PUBLIC WORKS

SUMMARY:

In 2009, the City initiated a Single Hauler refuse, recyclables and compostables collection program and selected Western Disposal, Inc. to perform these services. On January 6, 2009 the City Council approved a 5-year contract with Western Disposal that has annual price adjustments according to the previous 12 months All Urban Consumers Price Index (CPI).

As part of the City's Long Term Financial Plan, the Solid Waste and Recycling Fund (SWRF) is modeled for a 5-year planning horizon to ensure that revenues are sufficient to cover anticipated costs and maintain an adequate reserve for cash flow purposes. Major revenue sources include residential user charges (which are set in accordance with single hauler contract rates), revenue from selling collected recyclable materials, and a \$0.60 cent/month administrative fee charged to each account. Major expenses include payments to Western Disposal for contract services, joint operation of the Boulder County Hazardous Waste Management Facility, and a portion of the salaries & benefits for Utility Billing staff.

Monthly billing for the program is done in arrears. Western Disposal invoices the City, and then the City bills each customer. This results in a one-month window of carrying cost. Staff's goal for the SWRF is to fund all solid waste related activities and maintain adequate reserves to cover carrying costs based upon monthly billings.

The current Annual CPI Increase is 1.36% and customer rates must be increased to reflect this increase. In addition, revenues from recyclable materials have dropped significantly compared with past years. To offset the drop in recycling revenue, pay for the 1.36% due to Western Disposal, and still maintain the SWRF fund balance at an adequate reserve for cash flow purposes, staff believes it is necessary to increase rates by 5.50%. This increase would go into effect on August 1, 2013.

The attached Fund projection reflects this approach and the following assumptions:

- Annual estimated CPI cost increases of 2.16% based upon the 4 yr. average since Fund inception.
- Boulder County Hazardous Materials Facility costs increase 5% annually.
- Projected revenue from recyclables will decrease from approximately \$36,000 per year to \$15,000 per year.
- The cost of salaries, benefits, and other miscellaneous services are maintained in accordance with the Citywide Long Term Plan expenditure targets that affect all funds equally.
- Rate increases to maintain overall fund stability of 5.5% in 2014, 1.25% in 2015, 1.50% in 2016, 2.00% in 2017, and 2.00% in 2018.

Based on these assumptions, staff projects the SWRF would maintain a fund balance adequate to cover 8-9% percent of total expenses or roughly \$105,000.

FISCAL IMPACT:

Adopting Resolution No. 39, Series 2013 would cover the 1.36% CPI increase specified by the contract with Western Disposal, cover recyclable revenue decreases experienced year to date and anticipated through 2018 with a 4.14% increase, and maintain an adequate reserve in the Solid Waste and Recycling Fund. If the Council approves a 5.50% increase to the residential user charge, the average customer with 64-gallon trash and 64-gallon compostable service would experience an increase of \$1.16 per month, from \$21.07/month to \$22.23/month.

RECOMMENDATION:

Adopt Resolution No. 39, Series 2013 establishing refuse, recyclables and compostable collection and disposal fees effective August 1, 2013.

ATTACHMENT(S):

1. Resolution No. 39, 2013
2. Solid Waste and Recycling Fund 5 Year Long Term Financial Planning

**RESOLUTION NO. 39
SERIES 2013**

**A RESOLUTION ESTABLISHING REFUSE, RECYCLABLES AND COMPOSTABLES
COLLECTION AND DISPOSAL FEES EFFECTIVE AUGUST 1, 2013 FOR THE CITY
OF LOUISVILLE, COLORADO**

WHEREAS, pursuant to the City of Louisville Charter, the City of Louisville Municipal Code and state law, the City is authorized to fix, establish, impose, maintain and provide for the collection of rates, fees and charges for refuse, recyclables and compostables utility services furnished by the City; and

WHEREAS, the current rates, fees and charges for such services were established by Table 9, Exhibit “A”, Resolution No. 82, Series 2012; and

WHEREAS, the City Council by this resolution desires to revise the various rates, fees and charges for refuse, recyclables and compostables utility services furnished by the City, effective August 1, 2013;

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF LOUISVILLE, COLORADO:

SECTION 1. For refuse collection and disposal, the following rates, fees and charges shall apply and be charged effective August 1, 2013:

Container Size	Rate
32 Gallon	\$8.93/month
64 Gallon	\$16.05/month
96 Gallon	\$23.19/month
Additional refuse carts, any size, if 96 gallon refuse service is provided	\$2.25/month

Each account subject to refuse collection and disposal service shall be entitled to recycling service at no additional charge.

SECTION 2. For compostables processing utility services provided by the City, the following rates, fees and charges shall apply and be charged effective August 1, 2013:

Container Size	Rate
32 Gallon	\$3.09/month
64 Gallon	\$6.18/month
96 Gallon	\$9.26/month
Additional compostable carts, any size, if 96 gallon compostables service is provided	\$2.25/month

SECTION 3. For other services provided by the City, the following rates, fees and charges shall apply and be charged effective August 1, 2013:

Service	Fee
32 Gallon Prepaid Sticker	\$3.50/each
Open Topped, Hand Dumped Recycle Bins	\$3.37/month
End of Month Service Changes	No Charge
Mid Month Service Changes or Perorations	Included
Drive In Service	\$14.59/month*
Cart Roll Out Service	\$10.11/month*
First Large Item Pickup Per Quarter	No Charge**
Enhanced Customer Communications Package	\$ 0.63/month

*Unscheduled Pickups

**Excludes Freon-containing appliances and hazardous waste

SECTION 4. A 60 cent per month administrative fee shall be added to each account subject to Ordinance No. 1545.

SECTION 5. Residences that do not use City service and that are not excluded from City service as set forth in Section 8.64.070 of the Louisville Municipal Code shall be charged a minimum monthly charge of \$12.33, effective August 1, 2013.

SECTION 6. Rates, fees and charges hereunder shall be billed in conjunction with the bill for City water service. For residences that do not have a water billing account, there shall be established an account for billings hereunder.

SECTION 7. Should it be necessary to set fees for special services not covered by the rates and fees established in Sections 1, 2 and 3, the Public Works Director is authorized to set such fees needed to cover the actual cost of providing such services.

SECTION 8. Table 9, Exhibit “A”, Resolution No. 82, Series 2012 is hereby repealed effective August 1, 2013. Such repeal shall not release, extinguish, alter, modify, or change in whole or in part any penalty, forfeiture, or liability, either civil or criminal, which shall have been incurred under the provisions of such resolution, and such provisions shall be treated and held as still remaining in force for the purpose of sustaining any and all proper actions, suits, proceedings, and prosecutions for the enforcement of the penalty, forfeiture, or liability, as well as for the purpose of sustaining any judgment, decree, or order which can or may be rendered, entered, or made in such actions, suits, proceedings, or prosecutions.

PASSED AND ADOPTED this _____ day of _____, 2013.

Robert P. Muckle, Mayor

ATTEST:

Nancy Varra, City Clerk

Solid Waste & Recycling Utility Fund

Account No.	Account Description	2009 Actual	2010 Actual	2011 Actual	2012 Actual	2013 Budgeted	2013 Projected	2014	2015	2016	2017	2018	Notes
	Beginning Working Capital	-	8,298	47,051	81,524	88,379	93,054	75,079	106,214	124,052	131,304	133,585	
055-001-44132-00	Administration Fees	17,021	29,640	29,886	35,879	35,840	37,670	37,670	37,670	37,670	37,670	37,670	
055-001-44310-00	Residential User Fee	586,593	1,003,504	1,037,958	1,086,913	1,196,610	1,196,610	1,262,424	1,278,204	1,297,377	1,323,324	1,349,791	1
055-001-44330-00	Delinquent Charges	-	2,985	3,963	3,276	3,000	3,000	3,000	3,000	3,000	3,000	3,000	
055-001-46110-00	Interest Earnings	(4,075)	219	2,202	1,437	1,000	1,000	751	1,053	1,303	1,211	1,211	
055-001-46110-01	Net Increase (Decrease) in Fair Value	(1,731)	(131)	(31)	(8)	-	-	-	-	-	-	-	
055-001-46176-00	Prepaid Extra Bag Tags	1,863	3,885	2,535	3,546	3,000	3,000	1,500	1,500	1,500	1,500	1,500	
055-001-46186-00	Recycling Revenue	-	20,446	53,766	34,466	38,540	16,000	15,000	15,000	15,000	15,000	15,000	2
	Total Revenue	599,671	1,060,548	1,130,279	1,165,509	1,277,990	1,257,280	1,320,345	1,336,427	1,355,850	1,381,706	1,408,172	
055-481-51100-00	Regular Salaries	-	-	21,707	19,528	20,110	21,256	21,958	22,726	23,522	24,415	25,343	5
055-481-51200-00	FICA Expense	-	-	1,413	1,443	1,540	1,680	1,737	1,798	1,861	1,930	2,001	5
055-481-51210-00	Retirement Contribution	-	-	966	989	1,110	1,237	1,293	1,337	1,383	1,434	1,487	5
055-481-51220-00	Health Insurance	-	-	2,341	2,495	3,590	4,322	4,755	5,230	5,648	6,100	6,588	5
055-481-51230-00	Workers Compensation	-	-	23	24	20	24	25	25	26	26	27	5
055-481-52301-00	Bag Purchases	2,025	4,050	2,058	3,563	3,000	3,000	3,000	3,000	3,000	3,000	3,000	
055-481-53100-23	Professional Services - Investment Fees	-	(40)	11	6	20	22	23	24	24	25	26	5
055-481-53100-24	Professional Services - Bank Fees	-	361	1,452	1,243	1,500	1,664	1,713	1,765	1,818	1,872	1,928	5
055-481-53100-64	Professional Services - Solid Waste Hauling	588,119	1,017,424	1,053,113	1,093,194	1,197,000	1,197,000	1,213,279	1,239,486	1,266,259	1,293,610	1,321,552	3
055-481-53802-02	Boulder County Hazardous Waste	-	-	32,542	36,168	33,740	39,050	35,427	37,198	39,058	41,011	43,062	4
055-481-53804-00	Advertising / Marketing	1,229	-	-	-	-	-	-	-	-	-	-	
New Account Code	Sustainability Initiatives	-	-	-	-	6,000	6,000	6,000	6,000	6,000	6,000	6,000	
	Total Solid Waste Operations	591,373	1,021,795	1,115,626	1,158,653	1,267,630	1,275,255	1,289,210	1,318,590	1,348,599	1,379,424	1,411,015	
	Total Expenditures	591,373	1,021,795	1,115,626	1,158,653	1,267,630	1,275,255	1,289,210	1,318,590	1,348,599	1,379,424	1,411,015	
	Ending Working Capital	8,298	47,051	61,704	88,380	98,739	75,079	106,214	124,052	131,304	133,585	130,743	
	Capital % of Total Expenditures	1.40%	4.60%	5.53%	7.63%	7.79%	5.89%	8.24%	9.41%	9.74%	9.68%	9.27%	
	Average Single Hauler Monthly Invoice					99,750	99,750	101,107	103,291	105,522	107,801	110,129	
	Estimated Monthly Operating Reserve					(3,822.67)	(27,924.84)	2,155.41	17,661.60	22,527.10	22,366.59	17,024.95	6

1) Increases of 5.5% - 2014, 1.25% - 2015, 1.50% - 2016, 2.00% - 2017, 2.00% - 2018

2) Projections based upon 2012 June Year to Date Recycling Revenue trends which incorporate decreases in the value of recyclable materials

3) 2.16% annual increase based upon 4 yr Avg Denver/Boulder Consumer Price Index

4) 5.00% annual increase

5) Projections based upon 2014 proposed budgetary percent increase/decrease targets

6) Monthly Reserve based upon Monthly Western Invoice and Monthly Hazardous Waste IGA Costs Carrying Costs



City Manager's Report July 16, 2013

CITY OF LOUISVILLE
EXPENDITURE APPROVALS \$25,000.00 - \$49,999.99
JUNE 2013

DATE	P.O. #	VENDOR	DESCRIPTION	AMOUNT
6/18/2013	91626	Avant Datacomm Solutions Inc.	New Security Cameras, DVR and DVR Server for the Library The Police Department, Rec Center and Library are all using the same vendor to keep standardization for the new camera systems.	\$28,289.17

PUBLIC WORKS MONTHLY REPORT FOR JUNE 2013

WATER PLANT DIVISION

		<u>2013</u>		<u>2012</u>	
Monthly Plant Production	192.29	Million Gallons	218.91	Million Gallons	
Average Daily Productions	6.41	Million Gallons	7.30	Million Gallons	
Total Production Year to Date	212.15	Million Gallons	686.91	Million Gallons	
Total Production Year to Date	1,895.77	Acre Feet	2,107.74	Acre Feet	

WASTEWATER PLANT

		<u>2013</u>		<u>2012</u>	
Monthly Flow	54.258	Million Gallons	47.723	Million Gallons	
Average Day Flow	1.809	Million Gallons	1.591	Million Gallons	
Peak Day Flow	1.960	Million Gallons	1.746	Million Gallons	
Year to Date Flow	301.655	Million Gallons	296.624	Million Gallons	
Potable Water Usage Year to Date	1,720,000	Gallons	1,679,000	Gallons	
Reuse Water Usage Year to Date	4,490,000	Gallons	27,223,000	Gallons	
Average BOD Removal Efficiency	98.5%		99.4%		
Average Solids Removal Efficiency	98.1%		99.3%		

WWTP Centrifuge Repair



DEPARTMENT OF PUBLIC WORKS

MONTH REPORT - FOR JUNE CONTINUED

RAW WATER REPORT

In June, water demand was approximately 583 acre-feet, while diversions from South Boulder Creek provided 932 acre-feet of water.

Marshall Lake/South Boulder & Coal Creek Ditch water rights transfer – The Division of Water Resources has dropped comments, which were viewed as the last obstacle in the case. Trial is set for mid-September.

Windy gap Firing project – Negotiations with additional West Slope entities continue as-well-as negotiations with the Corps of Engineers, Bureau of Reclamation, etc.

Utility Rate Study – Contractor continues to work on the study and two meetings with the Utility Rate Task Force have been held so far. The third Task Force meeting was postponed to allow the annual budgeting process to proceed before the budget numbers are used in the rate study.

Water Quality Study – The contractor started sampling, which will continue until June 2014.

NWTP Fuel Storage Modification – Contractor has submitted a proposed fuel storage tank repair to regulatory agencies and is currently waiting on approval.

3-Million-Gallon Tank Improvements – Contractor has completed the tank condition report and submitted it for staff review.

WWTP Design – The project kickoff meeting was held on June 11 and the consultant is continuing to work on preliminary design.

ENGINEERING DIVISION

1. Defalco Construction commenced sanitary sewer replacement as part of the 2013 Utility Project.
2. Thoutt Brothers Construction commenced concrete replacement as part of the 2013 Concrete Replacement Project.
3. PLM Asphalt and Concrete completed work on the 2013 Pavement Crack Seal Project.
4. Staff conducted preconstruction conference and issued Notice to Proceed to APC Construction Co. for the 2013 Street Reconstruction Project.
5. Continued review of the Civil Plans for the McCaslin Boulevard and Washington Ave Underpass. Attended preconstruction conferences with Xcel Energy.
6. Issued eleven (11) Right-of-way/Overlot Grading Permits.
7. Reviewed and approved five (5) water rebates and one declined.
8. Other items of work:

Drainageway A-2

Staff set up interviews for July with Urban Drainage and 3 consultants for the proposed

Drianagway A-2 project evaluation and design.

Stormwater Manual Update

Staff met with Urban Drainage and WHPacific about the storm drainage manual update. Staff will receive an updated version of the storm drainage manual by July 1st and will complete a final review of the manual for adoption.

Harney Lastoka Pipeline

Substantial Completion was issued in June with a punch list. Final completion should be done in July.

City Services Facility

Staff continues working with the consultants on the PUD, site layout, easements and the design of the new City Services Facility.

Miscellaneous

1. Staff presented design options for the South Street Underpass to the LRC and the public.
2. Staff met with Xcel Energy and WL Contractors for the South Boulder Rd. Pedestrian Signal.
3. Staff attended CDOT Ramp Application Preparation Workshop.
4. Staff attended coordination meetings with KICP
5. Staff attended steering committee meetings with the Colorado Stormwater Center at CSU
6. Staff is working with Urban Drainage to complete some maintenance work at the Highway 42 and Coal Creek crossing.
7. Staff is continuing their efforts on updating the Design and Construction Standards.
8. Staff is working on maintenance requirements for private fire hydrants.
9. Staff completed the Development Review Flowchart with Planning, Building, Wastewater, and Parks. It is available on the City website under Public Works and Planning.

DEVELOPMENT PROJECTS

On Development Projects, Public Works reviewed PUD referrals, civil plans, landscape plans, drainage reports and completed inspections for the following projects:

- Takoda – Reviewed status of public improvement construction and subdivision requirements for Phases 2 and 3 and issued correspondence requesting information. Provided review of landscape and irrigation modifications for Tract D.
- Steel Ranch South - Conducted preconstruction Conference for Landscaping.
- Pearl iZumi – Construction inspections Right of way permit.
- North End Phase 2, Phase 1 & 2 – Processed Letter of Credit reduction. Construction Inspections
- CTC Business Center - Block 1, Lots 15-17 (Pearl Izumi) – Construction inspections
- CTC Filing 2, Lot 11(AvaDan) –Reviewed SWMP and Overlot grading permit.
- CTC Filing 2, Lot 15- Louisville Fire Protection District Training Facility, Construction plan and drainage report reviewed.
- Safeway/Alfalfa's/Loftus redevelopment- Reviewed the SWMP and Overlot grading permit.
- LDS Church Parking Lot Expansion – Reviewed construction plans, drainage report, revocable license agreement, storm water management plan.
- Delo Infrastructure – reviewed final PUD submittal, met with applicant to discuss comments and improvement cost breakout information.
- CTC Business Center, Lot 10- Reviewed a storm easement for a pipe that was installed on Lot 10 and researched neighboring lot drainage information

DEPARTMENT OF PUBLIC WORKS

MONTH REPORT - FOR MAY CONTINUED

Inspections were performed at:

- 1201 LaFarge
- Steel Ranch South Phase 4A & 4B
- 2013 Utility Project
- North End Phase II
- Empire Storage

Public Works Operations Monthly Report for June 2013

In June, the Operations Division performed the following tasks:

237 Work orders completed
393 Utility locations
5 Pothole(s) repaired
190 Lane miles swept
0 Miles of snow plowed
0 Gallons of magnesium chloride applied for de-icing
0 Tons ice slicer used for de-icing
17 Signs repaired or replaced
0 Dump truck loads hauled to landfill
0 Dump truck loads of asphalt to recycle
0 Feet of sewer line TV'ed this month
13,881.72 Feet of sewer line cleaning this month
0.00 Feet of sewer line root & grease cutting (Quarterly)
184,714.67 Total feet cleaned & cut for 2012
0 Install signs - non TCO
2 Traffic Control Orders (TCO) completed
5 New water meter(s) installed
7 Water meter(s) repaired or replaced
0 Emergency sewer backup response

Work performed for Utility Billing:

6,774 Water meters read
55 Door tags hung
9 Consumption check / 0 usage
51 Re-reads and finals
13 Delinquent water turn off / on

In addition to general maintenance tasks the crew typically perform, the Division also completed these special projects:

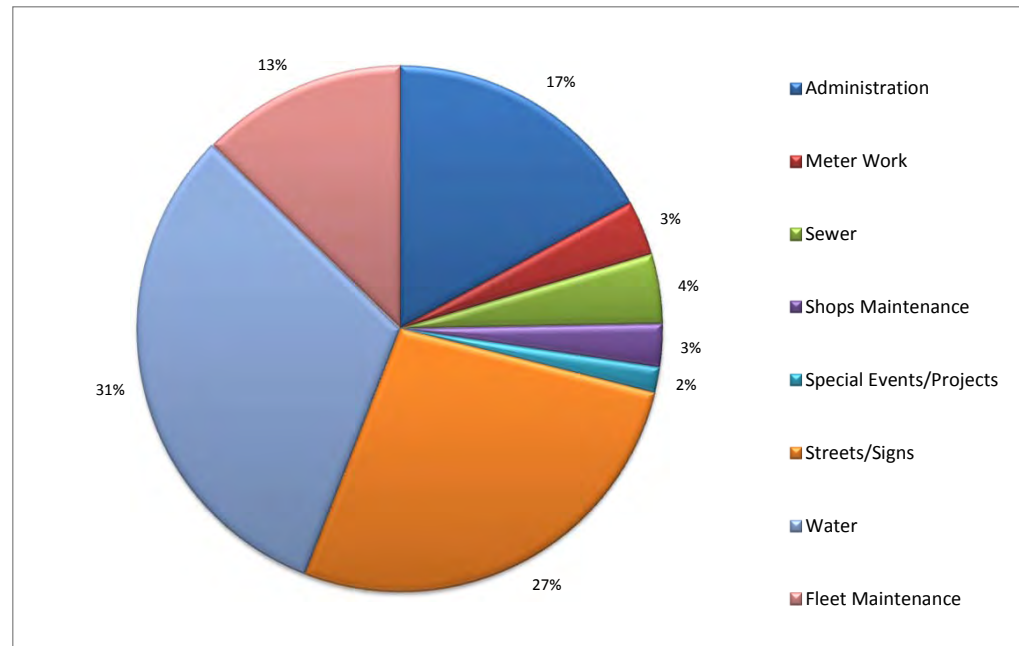
The Operations Team assisted with the Touch a Truck Special Event. Also, Operations performed ongoing service including hanging banners for the Farmer's Market and set up for the Zero Waste Project at the Louisville Downtown Street Faire.

Type of Work	Total Hours
Administration	361.00
Meter Work	71.00
Sewer	90.50
Shops Maintenance	56.00
Special Events/Projects	33.50
Streets/Signs	570.50
Water	664.50
Fleet Maintenance	268.50
Total Manhours:	2,115.50

Total On/Call & Overtime Hours:	95.75
Total Paid Leave Hours:	296.75

Grand Total:	<i>Manhours:</i>	2115.5
	<i>OT/On-Call:</i>	95.75
	<i>Paid Leave:</i>	296.75
		2508

Total Hours from Timesheets:	2513.25
Total Unaccounted Hours:	5.25
Total Unaccounted Percent:	0%



City of Louisville
BUILDING SAFETY DIVISION
Monthly/Yearly Report of Permits Issued to City Administration and Council
 Current Month from 06/01/2013 to 06/30/2013

<i>PERMITS ISSUED</i>	<i>Previous Yr-Mnth</i>	<i>Current Yr-</i>	<i>Previous-YTD</i>	<i>Current-YTD</i>	<i>Val Previous Yr-Mnth</i>	<i>Val Current Yr-Mnth</i>	<i>Val Previous-YTD</i>	<i>Val Current-YTD</i>
MULTI-FAMILY MISC	0	0	0	0	\$0.00	\$0.00	\$0.00	\$0.00
MULTI-FAMILY RESIDENTIAL	0	1	0	4	\$0.00	\$2,013,174.00	\$0.00	\$7,934,274.00
DUPLEX	3	0	4	0	\$665,555.40	\$0.00	\$707,555.40	\$0.00
3-4 UNIT MULTI-FAMILY	0	0	0	0	\$0.00	\$0.00	\$0.00	\$0.00
5+ UNIT MULTI-FAMILY	0	0	0	19	\$0.00	\$0.00	\$0.00	\$4,082,473.84
ALT RESIDENTIAL	16	16	70	76	\$385,585.00	\$689,428.64	\$2,123,752.44	\$2,679,696.60
SINGLE FAMILY DETACHED	6	2	61	19	\$1,481,972.50	\$862,500.00	\$14,432,586.16	\$4,885,229.22
NEW HOTEL/MOTEL	0	0	0	0	\$0.00	\$0.00	\$0.00	\$0.00
DEMOLITION	5	4	13	12	\$69,450.00	\$25,425.00	\$209,750.00	\$129,375.00
NON-RESIDENTIAL	0	2	1	5	\$0.00	\$451,000.00	\$2,200,000.00	\$10,931,000.00
ALT NON-RESIDENTIAL	9	6	40	40	\$2,214,973.00	\$674,554.00	\$6,984,287.24	\$6,341,081.00
BUILDING-MINOR	15	32	255	166	\$75,178.00	\$205,970.40	\$1,298,151.47	\$1,026,620.57
ELECTRICAL-MINOR	8	11	55	85	\$154,291.00	\$111,847.48	\$536,085.64	\$766,324.13
MECHANICAL-MINOR	21	21	81	114	\$129,259.00	\$103,698.15	\$340,757.35	\$545,199.61
PLUMBING-MINOR	18	4	70	43	\$31,808.34	\$5,894.90	\$121,031.80	\$63,731.57
NEW MOBILE HOME	0	0	0	0	\$0.00	\$0.00	\$0.00	\$0.00
<i>TOTAL</i>	101	99	650	583	\$5,208,072.24	\$5,143,492.57	\$28,953,957.50	\$39,385,005.54

City of Louisville

BUILDING SAFETY DIVISION

Monthly/Yearly Report of Fees Collected to City Administration and Council

Current Month from 06/01/2013 to 06/30/2013

	<i>Building Fees Prev Yr-Mnth</i>	<i>Building Current Yr-Mnth</i>	<i>Building Fees Previous-YTD</i>	<i>Building Fees Current-YTD</i>	<i>Other Fees Previous Yr-Mnth</i>	<i>Other Fees Current Yr-Mnth</i>	<i>Other Fees Previous-YTD</i>	<i>Other Fees Current-YTD</i>
PERMITS ISSUED								
MULTI-FAMILY MISC	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
MULTI-FAMILY	\$0.00	\$20,614.80	\$0.00	\$81,483.40	\$0.00	\$726,426.04	\$0.00	\$2,863,147.8
DUPLEX	\$0.00	\$0.00	\$12,234.40	\$0.00	\$0.00	\$0.00	\$114,662.16	\$0.00
3-4 UNIT MULTI-FAMILY	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
5+ UNIT MULTI-FAMILY	\$0.00	\$0.00	\$0.00	\$46,921.75	\$0.00	\$0.00	\$0.00	\$557,846.46
ALT RESIDENTIAL	\$0.00	\$15,731.40	\$59,676.10	\$68,451.90	\$0.00	\$14,822.76	\$53,554.90	\$57,613.59
SINGLE FAMILY DETACHED	\$0.00	\$13,304.50	\$180,583.00	\$65,751.60	\$0.00	\$57,294.76	\$2,287,424.74	\$618,419.36
NEW HOTEL/MOTEL	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
DEMOLITION	\$250.00	\$200.00	\$600.00	\$600.00	\$0.00	\$0.00	\$0.00	\$0.00
NON-RESIDENTIAL	\$0.00	\$5,752.50	\$22,140.00	\$104,835.00	\$0.00	\$0.00	\$89,359.20	\$511,505.60
ALT NON-RESIDENTIAL	\$0.00	\$11,436.30	\$103,925.20	\$97,822.95	\$0.00	\$16,127.93	\$130,842.68	\$132,008.01
BUILDING-MINOR	\$9,139.40	\$6,418.40	\$48,100.60	\$32,744.10	\$5,671.51	\$4,127.44	\$27,524.35	\$21,377.99
ELECTRICAL-MINOR	\$2,026.00	\$1,830.00	\$8,986.20	\$15,011.00	\$8.27	\$64.29	\$2,690.02	\$3,955.05
MECHANICAL-MINOR	\$3,330.90	\$2,804.00	\$10,232.90	\$15,446.10	\$1,651.06	\$989.32	\$5,366.18	\$7,904.94
PLUMBING-MINOR	\$1,604.00	\$344.00	\$6,289.70	\$3,538.00	\$356.59	\$82.20	\$44,790.87	\$24,957.23
NEW MOBILE HOME	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
TOTAL	\$16,350.30	\$78,435.90	\$452,768.10	\$532,605.80	\$7,687.43	\$819,934.74	\$2,756,215.10	\$4,798,736.12
SUMMARY TOTALS								
<i>Current Year-Month</i>	\$898,370.64	<i>Current Year-to-Date</i>	\$5,331,341.92					
<i>Previous Year-Month</i>	\$24,037.73	<i>Previous Year-to-Date</i>	\$3,208,983.20					

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Activity:	B13-0072	Type:	BUILD-M	Sub Type:	Sign	Status:	ISSUED
Parcel:				DATE_B:	06/06/2013	Sq Feet:	
Site Address:	972 DILLON RD LSVL						
Description:	Install a flush mount sign for DOVA Center on the south side of the building						
Applicant:	SIGNDEALZ			Phone:	303-447-1101		
Owner:	WESTER REAL PROPERTIES SERVICES			Phone:	303-798-0212		
Contractor:	SIGNDEALZ			Phone:	303-447-1101		
Occupancy:		Use:		Class:		Insp Area:	
Valuation:	\$2,700.00	Fees Req:	\$239.35	Fees Col:	\$239.35	Bal Due:	\$0.00
Activity:	B13-0124	Type:	BUILD-M	Sub Type:	Deck	Status:	FINAL
Parcel:	0109-942-01 -			DATE_B:	06/05/2013	Sq Feet:	
Site Address:	166 MOUNTAIN VIEW CT LSVL						
Description:	Build a 325 sqft deck on the rear of the house						
Applicant:	PIONEER HOME IMPROVEMENT, LLC			Phone:	720-232-6537		
Owner:	MATHIAS KLEMENE			Phone:	505-977-9306		
Contractor:	PIONEER HOME IMPROVEMENT, LLC			Phone:	720-232-6537		
Occupancy:		Use:		Class:		Insp Area:	
Valuation:	\$13,000.00	Fees Req:	\$705.21	Fees Col:	\$705.21	Bal Due:	\$0.00
Activity:	B13-0127	Type:	BUILD-M	Sub Type:	Sign	Status:	ISSUED
Parcel:				DATE_B:	06/07/2013	Sq Feet:	
Site Address:	1000 LUKE ST LSVL						
Description:	Install an entry monument sign for Overlook at Steel Ranch South at the Luke St & Hecla Dr intersection						
Applicant:	BOULDER CREEK BUILDERS			Phone:	303-518-8194		
Owner:	BOULDER CREEK BUILDERS			Phone:	303-544-5857		
Contractor:	BOULDER CREEK BUILDERS			Phone:	303-544-5857		
Occupancy:		Use:		Class:		Insp Area:	
Valuation:	\$5,000.00	Fees Req:	\$322.01	Fees Col:	\$322.01	Bal Due:	\$0.00
Activity:	B13-0129	Type:	BUILD-M	Sub Type:	Fence	Status:	FINAL
Parcel:	0019-297-01 -			DATE_B:	06/03/2013	Sq Feet:	
Site Address:	841 GARFIELD AV LSVL						
Description:	Build a 3' picket fence along the front east side of the property 6' privacy fence along the west side of the property						
Applicant:	J & S LANDSCAPE INC			Phone:	303-651-3897		
Owner:	BRAD & LIZ CONNOR			Phone:	303-815-4926		
Contractor:	J & S LANDSCAPE INC			Phone:	303-651-3897		
Occupancy:		Use:		Class:		Insp Area:	
Valuation:	\$5,763.64	Fees Req:	\$364.81	Fees Col:	\$364.81	Bal Due:	\$0.00
Activity:	B13-0134	Type:	BUILD-M	Sub Type:	Deck	Status:	ISSUED
Parcel:	0090-037-01 -			DATE_B:	06/14/2013	Sq Feet:	
Site Address:	114 HOOVER AV LSVL						
Description:	Repalce existing 2nd floor deck and connect to new ground level deck						
Applicant:	PATRICK REAGAN			Phone:	703-303-7977		
Owner:	PATRICK REAGAN			Phone:	703-303-7977		
Occupancy:		Use:		Class:		Insp Area:	
Valuation:	\$3,600.00	Fees Req:	\$265.50	Fees Col:	\$265.50	Bal Due:	\$0.00
Activity:	B13-0135	Type:	BUILD-M	Sub Type:	Porch	Status:	ISSUED
Parcel:	0105-171-01 -			DATE_B:	06/12/2013	Sq Feet:	
Site Address:	782 W HEMLOCK CR LSVL						
Description:	Demo existing front porch and build a new porch						
Applicant:	JOSEPH BUCZKOWSKI			Phone:	720-205-2989		
Owner:	JOSEPH BUCZKOWSKI			Phone:	720-205-2989		
Occupancy:		Use:		Class:		Insp Area:	
Valuation:	\$800.00	Fees Req:	\$152.50	Fees Col:	\$152.50	Bal Due:	\$0.00
Activity:	B13-0136	Type:	BUILD-M	Sub Type:	Deck	Status:	ISSUED
Parcel:	0086-088-01 -			DATE_B:	06/12/2013	Sq Feet:	
Site Address:	364 W SYCAMORE LN LSVL						
Description:	Build a 11' x 12' deck on the rear of the house						
Applicant:	JERRI MILLER			Phone:	720-841-4602		
Owner:	JERRI MILLER			Phone:	720-841-4602		
Occupancy:		Use:		Class:		Insp Area:	
Valuation:	\$1,385.66	Fees Req:	\$165.09	Fees Col:	\$165.09	Bal Due:	\$0.00
Activity:	B13-0140	Type:	BUILD-M	Sub Type:	Fence	Status:	ISSUED
Parcel:	0060-400-01 -			DATE_B:	06/21/2013	Sq Feet:	
Site Address:	1033 ADAMS AV LSVL						
Description:	Install a 6' privacy fence along the north property line and both returns to replace existing chain link fence						
Applicant:	BOULDER FENCE, LLC.			Phone:	720-841-3120		
Owner:	PAIGE LILIENFELD			Phone:	248-860-5765		
Contractor:	BOULDER FENCE, LLC.			Phone:	720-841-3120		
Occupancy:		Use:		Class:		Insp Area:	
Valuation:	\$2,650.00	Fees Req:	\$218.68	Fees Col:	\$218.68	Bal Due:	\$0.00
Activity:	B13-0143	Type:	BUILD-M	Sub Type:	Windows	Status:	ISSUED
Parcel:	0109-509-01 -			DATE_B:	06/04/2013	Sq Feet:	
Site Address:	105 FAIRFIELD LN LSVL						
Description:	Repalce 10 windows like for like						
Applicant:	PHACE LLC FORMERLY ACCENT WINDOWS INC			Phone:	303-420-2002		
Owner:	KEN FROST			Phone:	303-665-6069		
Contractor:	PHACE LLC FORMERLY ACCENT WINDOWS INC			Phone:	303-420-2002		
Occupancy:		Use:		Class:		Insp Area:	
Valuation:	\$6,853.47	Fees Req:	\$309.34	Fees Col:	\$309.34	Bal Due:	\$0.00

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Activity:	B13-0144	Type:	BUILD-M	Sub Type:	Sign	Status:	FINAL
Parcel:				DATE_B:	06/20/2013	Sq Feet:	
Site Address:	1349 SOUTH BOULDER RD LSVL						
Description:	Install flush mount signs fro Arc Thrift Store to the front and side of the building						
Applicant:	DTC SIGNS LLC			Phone:	303-721-8803		
Owner:	CBRE INC			Phone:	720-528-6328		
Contractor:	DTC SIGNS LLC			Phone:	303-721-8803		
Occupancy:		Use:		Class:		Insp Area:	
Valuation:	\$10,859.45	Fees Req:	\$651.58	Fees Col:	\$651.58	Bal Due:	\$0.00
Activity:	B13-0145	Type:	BUILD-M	Sub Type:	Roof	Status:	FINAL
Parcel:	0019-752-01 -			DATE_B:	06/17/2013	Sq Feet:	
Site Address:	1131 SPRUCE ST LSVL						
Description:	Re-roof 20' x 11' portion of roof on north side with ice & shield and Arch80 asphalt shingles. Including re-sheathing on low pitch roof. plus 8x20 at 8/12 pitch.						
Applicant:	MORGAN JEAN			Phone:	303-666-4149		
Owner:	MORGAN JEAN			Phone:	303-666-4149		
Occupancy:		Use:		Class:		Insp Area:	
Valuation:	\$1,500.00	Fees Req:	\$114.25	Fees Col:	\$114.25	Bal Due:	\$0.00
Activity:	B13-0146	Type:	BUILD-M	Sub Type:	Roof	Status:	FINAL
Parcel:	0107-811-01 -			DATE_B:	06/05/2013	Sq Feet:	
Site Address:	924 SUNFLOWER ST LSVL						
Description:	Re-roof with Certainteed Presidential TL 20 sqs						
Applicant:	ARAPAHOE ROOFING & SHEET METAL			Phone:	303-466-7386		
Owner:	GREG OBARSKI			Phone:	303-666-7850		
Contractor:	ARAPAHOE ROOFING & SHEET METAL			Phone:	303-466-7386		
Occupancy:		Use:		Class:		Insp Area:	
Valuation:	\$9,450.00	Fees Req:	\$413.18	Fees Col:	\$413.18	Bal Due:	\$0.00
Activity:	B13-0148	Type:	BUILD-M	Sub Type:	Windows	Status:	ISSUED
Parcel:	0063-715-02 -			DATE_B:	06/11/2013	Sq Feet:	
Site Address:	1950 GARFIELD AV LSVL						
Description:	Install 9 windows and 1 patio door						
Applicant:	CERTIFIED HOME IMPROVEMENT INC.			Phone:	970-493-2212		
Owner:	MINGUS FINE			Phone:	303-264-8129		
Contractor:	CERTIFIED HOME IMPROVEMENT INC.			Phone:	970-493-2212		
Occupancy:		Use:		Class:		Insp Area:	
Valuation:	\$13,782.00	Fees Req:	\$570.31	Fees Col:	\$570.31	Bal Due:	\$0.00
Activity:	B13-0149	Type:	BUILD-M	Sub Type:	Windows	Status:	ISSUED
Parcel:	0107-818-01 -			DATE_B:	06/06/2013	Sq Feet:	
Site Address:	905 SUNFLOWER ST LSVL						
Description:	Replace 1 window size for size						
Applicant:	THD AT-HOME SERVICES/THE HOME DEPOT			Phone:	303-209-8650		
Owner:	CATHY NOLAN			Phone:	303-901-3133		
Contractor:	THD AT-HOME SERVICES/THE HOME DEPOT			Phone:	303-209-8650		
Occupancy:		Use:		Class:		Insp Area:	
Valuation:	\$1,394.00	Fees Req:	\$111.97	Fees Col:	\$111.97	Bal Due:	\$0.00
Activity:	B13-0150	Type:	BUILD-M	Sub Type:	Windows	Status:	ISSUED
Parcel:	0019-471-01 -			DATE_B:	06/12/2013	Sq Feet:	
Site Address:	1337 GRANT AV LSVL						
Description:	Replace 5 windows size for size						
Owner:	KYLE GILBERTSON			Phone:	303-900-2413		
Occupancy:		Use:		Class:		Insp Area:	
Valuation:	\$10,000.00	Fees Req:	\$635.00	Fees Col:	\$635.00	Bal Due:	\$0.00
Activity:	B13-0152	Type:	BUILD-M	Sub Type:	Windows	Status:	FINAL
Parcel:	0106-263-01 -			DATE_B:	06/06/2013	Sq Feet:	
Site Address:	1246 KENNEDY AV LSVL						
Description:	Repalce 18 windows size for size						
Applicant:	JOSH BEST WINDOWS & DOORS			Phone:	970-286-9936		
Owner:	VIRGINIA CRUZ			Phone:	720-308-7835		
Contractor:	JOSH BEST WINDOWS & DOORS			Phone:	970-286-9936		
Occupancy:		Use:		Class:		Insp Area:	
Valuation:	\$8,200.00	Fees Req:	\$370.31	Fees Col:	\$370.31	Bal Due:	\$0.00
Activity:	B13-0153	Type:	BUILD-M	Sub Type:	Windows	Status:	ISSUED
Parcel:	0109-497-01 -			DATE_B:	06/11/2013	Sq Feet:	
Site Address:	118 SPRINGS CV LSVL						
Description:	Replace 11 windows size for size						
Applicant:	PHACE LLC FORMERLY ACCENT WINDOWS INC			Phone:	303-420-2002		
Owner:	JOEL KOLODNY			Phone:	303-526-7707		
Contractor:	PHACE LLC FORMERLY ACCENT WINDOWS INC			Phone:	303-420-2002		
Occupancy:		Use:		Class:		Insp Area:	
Valuation:	\$7,396.28	Fees Req:	\$337.02	Fees Col:	\$337.02	Bal Due:	\$0.00
Activity:	B13-0155	Type:	BUILD-M	Sub Type:	Roof	Status:	FINAL
Parcel:	0104-627-01 -			DATE_B:	06/13/2013	Sq Feet:	
Site Address:	380 MCCASLIN BLVD LSVL						
Description:	remove existing EPDM, install 1/3" densdeckand mech attach 45 mil TPO membrane						
Applicant:	CENTIMARK CORPORATION			Phone:	800-558-4100 x 8670		
Owner:	SOUTHWESTERN INVESTMENT			Phone:	800-558-4100 x 8670		
Contractor:	CENTIMARK CORPORATION			Phone:	800-558-4100 x 8670		
Occupancy:		Use:		Class:		Insp Area:	
Valuation:	\$11,000.00	Fees Req:	\$462.51	Fees Col:	\$462.51	Bal Due:	\$0.00

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Activity:	B13-0156	Type:	BUILD-M	Sub Type:	Porch	Status:	FINAL
Parcel:				DATE_B:	06/26/2013	Sq Feet:	
Site Address:	2265 WYNONNA CT LSVL						
Description:	Pergola over deck attached to home						
Applicant:	POSEIDON LANDSCAPING INC			Phone:	303-803-0875		
Owner:	NATALIE BERT			Phone:	408-828-4504		
Contractor:	POSEIDON LANDSCAPING INC			Phone:	303-803-0875		
Occupancy:		Use:		Class:		Insp Area:	STR
Valuation:	\$3,800.00	Fees Req:	\$269.81	Fees Col:	\$269.81	Bal Due:	\$0.00
Activity:	B13-0160	Type:	BUILD-M	Sub Type:	Deck	Status:	ISSUED
Parcel:	0035-600-01 -			DATE_B:	06/26/2013	Sq Feet:	
Site Address:	1100 HILLSIDE LN LSVL						
Description:	replacing deck on the front of the house						
Applicant:	HUMECKY LIVING TRUST			Phone:	303-661-9075		
Owner:	HUMECKY LIVING TRUST			Phone:	303-661-9075		
Contractor:	DOUG OVERFELT CONST			Phone:	303-818-4909		
Occupancy:		Use:		Class:		Insp Area:	
Valuation:	\$3,850.00	Fees Req:	\$270.88	Fees Col:	\$270.88	Bal Due:	\$0.00
Activity:	B13-0162	Type:	BUILD-M	Sub Type:	Roof	Status:	FINAL
Parcel:	0063-671-01 -			DATE_B:	06/17/2013	Sq Feet:	
Site Address:	211 MATCHLESS ST LSVL						
Description:	replace roof and install 7/16ths osb over existing 3/8" plywood. New drip metal, ice and water new shingles						
Applicant:	MATHIESON HOME IMPROVEMENT & ROOFING			Phone:	303-443-7931		
Owner:	OLSON			Phone:	303-875-6300		
Contractor:	MATHIESON HOME IMPROVEMENT & ROOFING			Phone:	303-443-7931		
Occupancy:		Use:		Class:		Insp Area:	
Valuation:	\$9,900.00	Fees Req:	\$422.85	Fees Col:	\$422.85	Bal Due:	\$0.00
Activity:	B13-0163	Type:	BUILD-M	Sub Type:	Roof	Status:	FINAL
Parcel:	0106-299-01 -			DATE_B:	06/17/2013	Sq Feet:	
Site Address:	1170 GROVE CT LSVL						
Description:	warranty materials no tax.						
Applicant:	labor only certainteed pres. 30 Sq 130 mph						
Owner:	COMPANY ROOFING AND EXTERIORS			Phone:	720-446-7692		
Contractor:	LOWE DONALD R & PATRICIA J			Phone:	303-475-9468		
Contractor:	COMPANY ROOFING AND EXTERIORS			Phone:	720-446-7692		
Occupancy:		Use:		Class:		Insp Area:	
Valuation:	\$5,500.00	Fees Req:	\$146.00	Fees Col:	\$146.00	Bal Due:	\$0.00
Activity:	B13-0165	Type:	BUILD-M	Sub Type:	Roof	Status:	FINAL
Parcel:	0109-288-01 -			DATE_B:	06/17/2013	Sq Feet:	
Site Address:	944 ST ANDREWS LN LSVL						
Description:	warranty replacement						
Applicant:	labor only - no tax						
Owner:	certainteed pres 130 mph 42 sq						
Contractor:	KAPE ROOFING			Phone:	303-922-7663		
Contractor:	THOMAS HOWARD			Phone:	303-434-2235		
Contractor:	KAPE ROOFING			Phone:	303-922-7663		
Occupancy:		Use:		Class:		Insp Area:	
Valuation:	\$8,500.00	Fees Req:	\$194.00	Fees Col:	\$194.00	Bal Due:	\$0.00
Activity:	B13-0166	Type:	BUILD-M	Sub Type:	Windows	Status:	ISSUED
Parcel:	0111-223-01 -			DATE_B:	06/18/2013	Sq Feet:	
Site Address:	602 SPRUCE CR LSVL						
Description:	Replace 12 windows size for size						
Applicant:	ROSS RESIDENTIAL CONSTRUCTION			Phone:	303-665-9004		
Owner:	RANDY HAMILTON			Phone:	303-260-9984		
Contractor:	ROSS RESIDENTIAL CONSTRUCTION			Phone:	303-665-9004		
Occupancy:		Use:		Class:		Insp Area:	
Valuation:	\$6,500.00	Fees Req:	\$301.75	Fees Col:	\$301.75	Bal Due:	\$0.00
Activity:	B13-0167	Type:	BUILD-M	Sub Type:	Roof	Status:	FINAL
Parcel:	0072-826-01 -			DATE_B:	06/18/2013	Sq Feet:	
Site Address:	853 W LINDEN ST LSVL						
Description:	Re-roof with 30yr dimentional shingles Timberline HD over #30 felt + ice and water at eaves						
Applicant:	GOLD ROOFING			Phone:	970-593-3080		
Owner:	MARJIE HAYES			Phone:	303-665-8038		
Contractor:	GOLD ROOFING			Phone:	970-593-3080		
Occupancy:		Use:		Class:		Insp Area:	
Valuation:	\$6,356.00	Fees Req:	\$298.65	Fees Col:	\$298.65	Bal Due:	\$0.00
Activity:	B13-0170	Type:	BUILD-M	Sub Type:	Windows	Status:	ISSUED
Parcel:	0087-139-01 -			DATE_B:	06/19/2013	Sq Feet:	
Site Address:	1603 COTTONWOOD DR LSVL						
Description:	Replace 6 windows size for size Unit 1						
Applicant:	THD AT-HOME SERVICES/THE HOME DEPOT			Phone:	303-209-8650		
Owner:	KYLE PYUEN			Phone:	303-818-0868		
Contractor:	THD AT-HOME SERVICES/THE HOME DEPOT			Phone:	303-209-8650		
Occupancy:		Use:		Class:		Insp Area:	
Valuation:	\$3,711.00	Fees Req:	\$193.79	Fees Col:	\$193.79	Bal Due:	\$0.00

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Activity:	B13-0172	Type:	BUILD-M	Sub Type:	Roof	Status:	ISSUED
Parcel:	0092-593-01 -			DATE_B:	06/19/2013	Sq Feet:	
Site Address:	134 S FILLMORE AV LSVL						
Description:	Re-roof Owners Corning 17sq to include drip edge and ice shield						
Applicant:	JK ENDEAVORS, INC.			Phone:	720-320-5205		
Owner:	MARK & KRISTA ENGLE			Phone:	303-247-9374		
Contractor:	JK ENDEAVORS, INC.			Phone:	720-320-5205		
Occupancy:		Use:		Class:		Insp Area:	
Valuation:	\$3,000.00	Fees Req:	\$162.51	Fees Col:	\$162.51	Bal Due:	\$0.00
Activity:	B13-0173	Type:	BUILD-M	Sub Type:	Roof	Status:	FINAL
Parcel:	0092-089-01 -			DATE_B:	06/20/2013	Sq Feet:	
Site Address:	264 S CARTER AV LSVL						
Description:	Reroof with Owens Corning Duration Storm						
Applicant:	JOHN'S CREATIVE ROOFING, INC.			Phone:	303-702-9143		
Owner:	SYTHIA ROADS			Phone:	303-501-5525		
Contractor:	JOHN'S CREATIVE ROOFING, INC.			Phone:	303-702-9143		
Occupancy:		Use:		Class:		Insp Area:	
Valuation:	\$5,370.90	Fees Req:	\$261.47	Fees Col:	\$261.47	Bal Due:	\$0.00
Activity:	B13-0174	Type:	BUILD-M	Sub Type:	Deck	Status:	ISSUED
Parcel:	0035-600-01 -			DATE_B:	06/26/2013	Sq Feet:	
Site Address:	1100 HILLSIDE LN LSVL						
Description:	Install a 182 sqft deck on the rear of the property						
Applicant:	ANN & DANIEL HUMECKY			Phone:	303-661-9075		
Contractor:	DOUG OVERFELT CONST			Phone:	303-818-4909		
Owner:	ANN & DANIEL HUMECKY			Phone:	303-661-9075		
Occupancy:		Use:		Class:		Insp Area:	
Valuation:	\$6,600.00	Fees Req:	\$409.21	Fees Col:	\$409.21	Bal Due:	\$0.00
Activity:	B13-0175	Type:	BUILD-M	Sub Type:	Roof	Status:	FINAL
Parcel:	0113-917-01 -			DATE_B:	06/21/2013	Sq Feet:	
Site Address:	869 ST ANDREWS LN LSVL						
Description:	Re-roof OC Storm IR 18 sqs						
Applicant:	THE ROOF DR			Phone:	303-618-9889		
Owner:	CARRIE LIN			Phone:	720-290-2564		
Contractor:	THE ROOF DR			Phone:	303-618-9889		
Occupancy:		Use:		Class:		Insp Area:	
Valuation:	\$5,400.00	Fees Req:	\$262.11	Fees Col:	\$262.11	Bal Due:	\$0.00
Activity:	B13-0182	Type:	BUILD-M	Sub Type:	Roof	Status:	ISSUED
Parcel:	0070-693-01 -			DATE_B:	06/26/2013	Sq Feet:	
Site Address:	1320 SHORT CT LSVL						
Description:	Re-roof Owens Corning Tru Definition Duration						
Applicant:	3R ROOFING LLC			Phone:	303-444-5640		
Owner:	TIFFANY TROFINO			Phone:	571-235-3531		
Contractor:	3R ROOFING LLC			Phone:	303-444-5640		
Occupancy:		Use:		Class:		Insp Area:	
Valuation:	\$7,900.00	Fees Req:	\$347.85	Fees Col:	\$347.85	Bal Due:	\$0.00
Activity:	B13-0183	Type:	BUILD-M	Sub Type:	Roof	Status:	ISSUED
Parcel:	0019-661-01 -			DATE_B:	06/28/2013	Sq Feet:	
Site Address:	613 GRANT AV LSVL						
Description:	Re-roof house and garage Tamko Heritage IR 32 sq including ice and water						
Applicant:	MIKE'S ROOFING LLC			Phone:	720-468-7841		
Owner:	CATHERINE FLETCHER			Phone:	303-513-0980		
Contractor:	MIKE'S ROOFING LLC			Phone:	720-468-7841		
Occupancy:		Use:		Class:		Insp Area:	
Valuation:	\$14,248.00	Fees Req:	\$596.34	Fees Col:	\$596.34	Bal Due:	\$0.00
Activity:	C12-0357	Type:	COMBINE	Sub Type:	NMFR	Status:	ISSUED
Parcel:				DATE_B:	06/04/2013	Sq Feet:	
Site Address:	1736 STEEL ST LSVL						
Description:	Steel ranch south apartments						
	Bldg "B" 34 units 3 story 12,200 sqft 1st floor, 12,200 sqft 2nd floor, 12,200 sqft 3rd floor						
	Garage is underground Sprinkled						
	16 - 1 Bedrms, 16 - 2 bedrms, 2 - 3 bedrms 54 total bedrms						
Contractor:	CONFLUENCE BUILDERS LLC			Phone:	303-643-5775		
Applicant:	CONFLUENCE BUILDERS LLC			Phone:	303-643-5775		
Owner:	STEEL RANCH SOUTH APTS LLC			Phone:	303-643-5775		
Occupancy:	R-2	Use:	5A	Class:	105	Insp Area:	
Valuation:	\$2,013,174.00	Fees Req:	\$747,040.84	Fees Col:	\$747,040.84	Bal Due:	\$0.00
Activity:	C13-0061	Type:	COMBINE	Sub Type:	ARES	Status:	ISSUED
Parcel:	0070-697-02 -			DATE_B:	06/06/2013	Sq Feet:	
Site Address:	216 GRIFFITH ST LSVL						
Description:	Kitchen remodel to include adding an island, moving electrical outlets, bumping out the window 10" and adding a new window, bumping out a spot for the refrigerator into the garage, moving the sink, adding a new door - also installing a 50 gal 42k furnace and installing 6' privacy fence along north wing and west side property line to the end of the back of the house						
Owner:	NICHOLAS FALBO			Phone:	719-510-6211		
Applicant:	NICHOLAS FALBO			Phone:	719-510-6211		
Occupancy:		Use:		Class:	434	Insp Area:	
Valuation:	\$6,000.00	Fees Req:	\$428.30	Fees Col:	\$428.30	Bal Due:	\$0.00
Activity:	C13-0088	Type:	COMBINE	Sub Type:	NRES	Status:	ISSUED

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Parcel:	141 ROOSEVELT AV LSVL	DATE_B:	06/24/2013	Sq Feet:	
Description:	NRES SFD Lot 3				
Contractor:	3 bed + study with closet, 3 bath 2,461 sqft 361 finished basement G.J. GARDNER HOMES	Phone:	303-327-6211		
Owner:	BRIAN HARRINGTON	Phone:	303-956-5310		
Occupancy:	1	Use:	Class: 101	Insp Area:	
Valuation:	\$275,000.00	Fees Req: \$45,048.01	Fees Col: \$45,048.01	Bal Due:	\$0.00
Activity:	C13-0093	Type: COMBINE	Sub Type: NRES	Status:	ISSUED
Parcel:	0019-498-01 -	DATE_B:	06/07/2013	Sq Feet:	
Site Address:	1116 JEFFERSON AV LSVL				
Description:	NRES SFD Lots 5 & 6 Block 8				
Owner:	2127 sqft finished basement 1325 sqft 4 bed, 3 full & 1 1/2 bath WILLIAM LONGTAIN	Phone:	303-517-8163		
Contractor:	COTTONWOOD CUSTOM BUILDERS	Phone:	303-449-3076		
Applicant:	WILLIAM LONGTAIN	Phone:	303-517-8163		
Occupancy:		Use:	Class: 106	Insp Area:	
Valuation:	\$587,500.00	Fees Req: \$25,680.25	Fees Col: \$25,680.25	Bal Due:	\$0.00
Activity:	C13-0094	Type: COMBINE	Sub Type: ACOM	Status:	ISSUED
Parcel:	0109-348-01 -	DATE_B:	06/18/2013	Sq Feet:	
Site Address:	90 HEALTH PARK DR LSVL				
Description:	Telecommunication site improvements and repairs to include replacement of 8 antennas				
Contractor:	SPECTRUM WIRELESS SOLUTIONS INC	Phone:	303-799-4994		
Other:	VERIZON WIRELESS	Phone:	303-489-7836		
Applicant:	REX CROOK	Phone:	303-388-2918		
Owner:	MEDICAL OFFICE DEVELOPMENT CORP				
Occupancy:		Use:	Class: 437	Insp Area:	
Valuation:	\$12,746.00	Fees Req: \$751.34	Fees Col: \$751.34	Bal Due:	\$0.00
Activity:	C13-0108	Type: COMBINE	Sub Type: ARES	Status:	ISSUED
Parcel:	0114-483-01 -	DATE_B:	06/28/2013	Sq Feet:	
Site Address:	1584 RIDGEVIEW DR LSVL				
Description:	977 sqft addition to main level to include master bed, study w/closet, laundry and 2 full bath and remodel of kitchen and front entry/porch area				
Owner:	MUKTA KAR	Phone:	720-301-9891		
Contractor:	JMH CONSTRUCTION	Phone:	303-641-5879		
Applicant:	MUKTA KAR	Phone:	720-301-9891		
Occupancy:		Use:	Class: 434	Insp Area:	
Valuation:	\$120,000.00	Fees Req: \$4,876.00	Fees Col: \$4,876.00	Bal Due:	\$0.00
Activity:	C13-0109	Type: COMBINE	Sub Type: ARES	Status:	ISSUED
Parcel:	0114-527-01 -	DATE_B:	06/13/2013	Sq Feet:	
Site Address:	590 W WILLOW CT LSVL				
Description:	Remodel to include changing dining room and kitchen, adding windows on the south & replacing ballusters at existing stairrail and guardrails				
Owner:	DAN & HEATHER MELLISH	Phone:	303-618-2989		
Contractor:	JMH CONSTRUCTION	Phone:	303-641-5879		
Applicant:	DAN & HEATHER MELLISH	Phone:	303-618-2989		
Occupancy:		Use:	Class: 434	Insp Area:	
Valuation:	\$61,000.00	Fees Req: \$2,926.91	Fees Col: \$2,926.91	Bal Due:	\$0.00
Activity:	C13-0123	Type: COMBINE	Sub Type: ARES	Status:	ISSUED
Parcel:	0019-278-01 -	DATE_B:	06/05/2013	Sq Feet:	
Site Address:	1201 JEFFERSON AV LSVL				
Description:	Basement finish to include living room, life plan room, office, storage, 1/2 bath, fireplace and replace all windows 1100 sqft finished				
Contractor:	RM COMMERCIAL CONTRACTORS	Phone:	720-350-6364		
Applicant:	RM COMMERCIAL CONTRACTORS	Phone:	720-350-6364		
Owner:	PETE RICHARDSON	Phone:	720-289-7061		
Occupancy:		Use:	Class: 434	Insp Area:	
Valuation:	\$36,000.00	Fees Req: \$1,864.60	Fees Col: \$1,864.60	Bal Due:	\$0.00
Activity:	C13-0125	Type: COMBINE	Sub Type: ARES	Status:	ISSUED
Parcel:		DATE_B:	06/03/2013	Sq Feet:	
Site Address:	2320 WYNONNA CT LSVL				
Description:	Basement finish to include 1 bed, family room, 1 bath and storage room 1,164 finished sqft				
Owner:	NICKOLA & CAROL NOVOSOL	Phone:	708-420-9410		
Applicant:	NICKOLA & CAROL NOVOSOL	Phone:	708-420-9410		
Contractor:	LCS SERVICES LLC	Phone:	720-363-8136		
Occupancy:		Use:	Class: 434	Insp Area:	
Valuation:	\$29,000.00	Fees Req: \$1,541.91	Fees Col: \$1,541.91	Bal Due:	\$0.00
Activity:	C13-0127	Type: COMBINE	Sub Type: NCOM	Status:	ISSUED
Parcel:		DATE_B:	06/11/2013	Sq Feet:	
Site Address:	2095 BOXELDER ST LSVL				
Description:	Construction of a new shade 30 x 30 pre-fab structure with bathrooms 900 sqft				
Contractor:	SYMMETRY BUILDERS INC	Phone:	303-956-4023		
Applicant:	SYMMETRY BUILDERS INC	Phone:	303-956-4023		
Owner:	LOUISVILLE FIRE PROTECTION DISTRICT	Phone:	720-273-6407		
Occupancy:		Use:	Class: 318	Insp Area:	
Valuation:	\$26,000.00	Fees Req: \$844.60	Fees Col: \$844.60	Bal Due:	\$0.00
Activity:	C13-0129	Type: COMBINE	Sub Type: ARES	Status:	ISSUED
Parcel:	0111-265-01 -	DATE_B:	06/12/2013	Sq Feet:	
Site Address:	719 PINE NEEDLE LN LSVL				

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Description:	Removed egress window in basement and fill in			
Owner:	MARK & BARB NEWLAND			
Applicant:	MARK & BARB NEWLAND			
Occupancy:	Use:	Phone:	720-480-3655	
Valuation:	\$1,000.00	Fees Req:	\$100.71	Fees Col: \$100.71
Activity:	C13-0130	Type:	COMBINE	Insp Area: \$0.00
Parcel:	0094-350-01 -	Sub Type:	ARES	Status: ISSUED
Site Address:	213 S CLEVELAND AV LSVL	DATE_B:	06/04/2013	Sq Feet:
Description:	Build an exterior storage locker attached to the house on the south side 49 sqft			
Owner:	JULIE BARBERA			
Applicant:	JULIE BARBERA			
Occupancy:	Use:	Phone:	720-810-4021	
Valuation:	\$3,200.00	Fees Req:	\$256.90	Fees Col: \$256.90
Activity:	C13-0132	Type:	COMBINE	Insp Area: \$0.00
Parcel:	1850 DOGWOOD ST LSVL	Sub Type:	ACOM	Status: ISSUED
Site Address:	1850 DOGWOOD ST LSVL	DATE_B:	06/07/2013	Sq Feet:
Description:	Tenant finish for Hope Hummus Phase 3 to include work to the temp HPP room, build a cooking area and install a chiller			
Contractor:	MURRAY AND STAFFORD			
Applicant:	MURRAY AND STAFFORD			
Owner:	HOPE FOODS			
Occupancy:	Use:	Phone:	303-420-0234	
Valuation:	\$192,000.00	Fees Req:	\$7,809.60	Fees Col: \$7,809.60
Activity:	C13-0133	Type:	COMBINE	Insp Area: \$0.00
Parcel:	0030-719-01 -	Sub Type:	ARES	Status: ISSUED
Site Address:	532 MANORWOOD LN LSVL	DATE_B:	06/14/2013	Sq Feet:
Description:	Remove a non load bearing wall between the dining and living rooms on the first floor, raise floor to bring level with the rest of the surrounding area, minor electrical work			
Applicant:	Build a wall in existing finished basement for office area, existing windows are egress - not a bedroom			
Owner:	GUY STEVENSON			
Contractor:	CARLOS NEUMANN ESCOBAR			
Occupancy:	Use:	Phone:	303-447-0774	
Valuation:	\$5,250.00	Fees Req:	\$397.57	Fees Col: \$397.57
Activity:	C13-0134	Type:	COMBINE	Insp Area: \$0.00
Parcel:	0086-275-01 -	Sub Type:	ARES	Status: ISSUED
Site Address:	469 E RAINTREE CT LSVL	DATE_B:	06/25/2013	Sq Feet:
Description:	Master bath remodel to include new fixtures, relocation of tub, new vanity and adding a closet			
Contractor:	NO ELEC OR MECH WORK WITH THIS PERMIT			
Applicant:	WISE-MAN CONSTRUCTION INC			
Owner:	WISE-MAN CONSTRUCTION INC			
Occupancy:	Use:	Phone:	303-359-7413	
Valuation:	\$12,400.00	Fees Req:	\$743.90	Fees Col: \$743.90
Activity:	C13-0137	Type:	COMBINE	Insp Area: \$0.00
Parcel:	0088-531-01 -	Sub Type:	ARES	Status: ISSUED
Site Address:	691 WEST ST LSVL	DATE_B:	06/17/2013	Sq Feet:
Description:	1st floor remodel to include remove non-bearing walls, rerout supply vent, rerout electrical, move the exterior door and replace existing door with a window, and replace decking			
Contractor:	EMERALD CITY REMODEL & REPAIR LLC			
Applicant:	EMERALD CITY REMODEL & REPAIR LLC			
Owner:	TAMAR KRANTZ			
Occupancy:	Use:	Phone:	303-396-8531	
Valuation:	\$3,800.00	Fees Req:	\$315.41	Fees Col: \$315.41
Activity:	C13-0144	Type:	COMBINE	Insp Area: \$0.00
Parcel:	0077-059-01 -	Sub Type:	ARES	Status: ISSUED
Site Address:	574 W ASH ST LSVL	DATE_B:	06/21/2013	Sq Feet:
Description:	Kitchen remodel and laundry room addition to include removing the wall between the kitchen and nook, new windows, elec, mech, plmg and converting existing patio to a laundry room			
Contractor:	MILLHOLL CONSTRUCTION			
Applicant:	MILLHOLL CONSTRUCTION			
Owner:	PERRY ROGER J & JILL K			
Occupancy:	Use:	Phone:	303-548-6450	
Valuation:	\$49,000.00	Fees Req:	\$2,463.91	Fees Col: \$2,463.91
Activity:	C13-0145	Type:	COMBINE	Insp Area: \$0.00
Parcel:	0092-275-01 -	Sub Type:	ARES	Status: ISSUED
Site Address:	375 S JEFFERSON AV LSVL	DATE_B:	06/21/2013	Sq Feet:
Description:	Addition over the gare to inculde expanding the two existing bedrooms 160 sqft			
Owner:	STEVE DICESARE			
Applicant:	STEVE DICESARE			
Occupancy:	Use:	Phone:	303-545-0988	
Valuation:	\$10,000.00	Fees Req:	\$645.50	Fees Col: \$645.50
Activity:	C13-0147	Type:	COMBINE	Insp Area: \$0.00
Parcel:	361 CENTENNIAL PKWY LSVL	Sub Type:	ACOM	Status: ISSUED
Site Address:	361 CENTENNIAL PKWY LSVL	DATE_B:	06/24/2013	Sq Feet:
Description:	Tenant finish for Salesforce to include install split system AC in IDF room, new condenser on roof, and new transformer and panel in IDF Suite 270			
Contractor:	SWINERTON BUILDERS			
Applicant:	SWINERTON BUILDERS			
Phone:	303-423-9242			
Phone:	303-423-9242			

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Owner:	SALESFORCE	Use:	Phone:	303-813-6423	Insp Area:
Occupancy:			Class:	437	
Valuation:	\$100,008.00	Fees Req:	Fees Col:	\$4,212.48	Bal Due:
Activity:	C13-0148	Type:	Sub Type:	ARES	Status:
Parcel:	0114-540-01 -		DATE_B:	06/20/2013	Sq Feet:
Site Address:	634 RIDGEVIEW DR LSVL				
Description:	Basement finish to include 1 bed, 1 bath and bonus room				
Owner:	BRUCE & LINDI CARMICHAEL		Phone:	303-641-5147	
Applicant:	BRUCE & LINDI CARMICHAEL		Phone:	303-641-5147	
Occupancy:		Use:	Class:	434	Insp Area:
Valuation:	\$8,778.64	Fees Req:	Fees Col:	\$586.44	Bal Due:
Activity:	C13-0149	Type:	Sub Type:	ARES	Status:
Parcel:	0020-036-01 -		DATE_B:	06/20/2013	Sq Feet:
Site Address:	1604 SUNSET DR LSVL				
Description:	Install 2 new egress windows on the south side of the house				
Contractor:	KRUSE CONSTRUCTION LLC		Phone:	303-955-2969	
Applicant:	KRUSE CONSTRUCTION LLC		Phone:	303-955-2969	
Owner:	JIM DUBAY		Phone:	408-205-9584	
Occupancy:		Use:	Class:	434	Insp Area:
Valuation:	\$4,000.00	Fees Req:	Fees Col:	\$274.10	Bal Due:
Activity:	C13-0151	Type:	Sub Type:	ACOM	Status:
Parcel:	0120-746-01 -		DATE_B:	06/26/2013	Sq Feet:
Site Address:	1450 INFINITE DR LSVL				
Description:	Tenant finish for Horizon AG Products #E10 9,923 sqft				
Contractor:	PROVIDENT CONSTRUCTION COMPANY		Phone:	720-482-0200	
Applicant:	PROVIDENT CONSTRUCTION COMPANY		Phone:	720-482-0200	
Owner:	SF INFINITE DRIVE LLC		Phone:	303-217-7955	
Occupancy:	B	Use:	Class:	437	Insp Area:
Valuation:	\$358,000.00	Fees Req:	Fees Col:	\$13,545.40	Bal Due:
Activity:	C13-0152	Type:	Sub Type:	ACOM	Status:
Parcel:			DATE_B:	06/24/2013	Sq Feet:
Site Address:	1480 ARTHUR AV LSVL				
Description:	Demo (part of D13-0011) and rebuild a wall to change square footing for two tenant spaces Unit D				
Contractor:	NO ELEC, MECH, OR PLMG WORK WITH THIS PERMIT				
Applicant:	MPB CONTRACTORS, INC.		Phone:	303-343-4318	
Owner:	MPB CONTRACTORS, INC.		Phone:	303-343-4318	
Occupancy:	EJG		Phone:	303-650-6500	
Valuation:	7	Use:	Class:	437	Insp Area:
Activity:	\$9,800.00	Fees Req:	Fees Col:	\$932.21	Bal Due:
Parcel:	C13-0153	Type:	Sub Type:	ARES	Status:
Site Address:	0103-775-01 -		DATE_B:	06/25/2013	Sq Feet:
Description:	470 COUNTY RD LSVL				
Contractor:	2 story addition to existing sfd to include moving 1 bed, 1 bath, & 2 car garage 1,613 sqft addition		Phone:	303-882-9220	
Applicant:	WESTMARK DESIGN & CONSTRUCTION		Phone:	303-527-1100	
Owner:	DAJ DESIGNS		Phone:	970-948-6666	
Occupancy:	JEFF & HILLERY MEIER		Class:	434	Insp Area:
Valuation:		Use:	Fees Col:	\$7,580.00	Bal Due:
Activity:	\$200,000.00	Fees Req:	Sub Type:	ACOM	Status:
Parcel:	C13-0154	Type:	DATE_B:	06/25/2013	Sq Feet:
Site Address:	0082-423-01 -				
Description:	421 S PIERCE AV LSVL				
	Tenant finish for Safe Systems to split a conference room into 2 rooms				
Contractor:	NO ELEC, MECH OR PLMG WORK WITH THIS PERMIT				
Applicant:	TANGLEWOOD CONSTRUCTION, INC.		Phone:	303-589-5271	
Owner:	TANGLEWOOD CONSTRUCTION, INC.		Phone:	303-589-5271	
Occupancy:	WATER DOG INVESTMENTS		Phone:	303-996-4036	
Valuation:		Use:	Class:	437	Insp Area:
Activity:	\$2,000.00	Fees Req:	Fees Col:	\$313.20	Bal Due:
Parcel:	C13-0156	Type:	Sub Type:	ARES	Status:
Site Address:	0063-789-01 -		DATE_B:	06/27/2013	Sq Feet:
Description:	2228 EVANS CR LSVL				
	frame new family room/office reconfigure 2 upper level bedrms and bath, finish new location for mstr bedrm/bath. rework staircase.				
Contractor:	WESTMARK DESIGN & CONSTRUCTION		Phone:	303-882-9220	
Applicant:	WESTMARK DESIGN & CONSTRUCTION		Phone:	303-882-9220	
Owner:	TOM GARCIA		Phone:	720-839-8226	
Occupancy:		Use:	Class:	434	Insp Area:
Valuation:	\$140,000.00	Fees Req:	Fees Col:	\$5,552.00	Bal Due:
Activity:	D13-0011	Type:	Sub Type:	RES	Status:
Parcel:			DATE_B:	06/10/2013	Sq Feet:
Site Address:	1480 ARTHUR AV LSVL				
Description:	Demo of tenant finish space in unit D				
Applicant:	THIS PERMIT IS FOR DEMO WORK ONLY - TENENT FINISH PERMIT WILL BE SUBMITTED SEPERATLY				
Contractor:	MPB CONTRACTORS, INC.		Phone:	303-343-4318	
Owner:	MPB CONTRACTORS, INC.		Phone:	303-343-4318	
Occupancy:	EJG		Phone:	303-629-5212	
Valuation:		Use:	Class:		Insp Area:
	\$12,425.00	Fees Req:	Fees Col:	\$50.00	Bal Due:

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Activity:	D13-0012	Type:	DEMO	Sub Type:	RES	Status:	ISSUED
Parcel:	0120-746-01 -			DATE_B:	06/07/2013	Sq Feet:	
Site Address:	1450 INFINITE DR LSVL						
Description:	THIS PERMIT IS FOR DEMOLITION ONLY #E10						
Applicant:	PROVIDENT CONSTRUCTION COMPANY			Phone:	720-482-0200		
Contractor:	PROVIDENT CONSTRUCTION COMPANY			Phone:	720-482-0200		
Owner:	SF INFINITE DR LLC						
Occupancy:		Use:		Class:		Insp Area:	
Valuation:	\$8,500.00	Fees Req:	\$50.00	Fees Col:	\$50.00	Bal Due:	\$0.00
Activity:	D13-0013	Type:	DEMO	Sub Type:	RES	Status:	ISSUED
Parcel:				DATE_B:	06/10/2013	Sq Feet:	
Site Address:	361 CENTENNIAL PKWY LSVL						
Description:	DEMOLITION WORK ONLY						
Applicant:	SWINERTON BUILDERS			Phone:	303-423-9242		
Contractor:	SWINERTON BUILDERS			Phone:	303-423-9242		
Owner:	SANDRA GREEN			Phone:	303-434-3552		
Occupancy:		Use:		Class:		Insp Area:	
Valuation:	\$2,000.00	Fees Req:	\$50.00	Fees Col:	\$50.00	Bal Due:	\$0.00
Activity:	D13-0014	Type:	DEMO	Sub Type:	RES	Status:	ISSUED
Parcel:	0063-789-01 -			DATE_B:	06/12/2013	Sq Feet:	
Site Address:	2228 EVANS CR LSVL						
Description:	demo of 1/2 main, upper, and sm section of bsmt.						
	Remodel forthcoming. See voided C13-0150 changed to a demo permit.						
Applicant:	WESTMARK DESIGN & CONSTRUCTION			Phone:	303-882-9220		
Owner:	TOM GARCIA			Phone:	720-831-8226		
Contractor:	WESTMARK DESIGN & CONSTRUCTION			Phone:	303-882-9220		
Occupancy:		Use:		Class:		Insp Area:	
Valuation:	\$2,500.00	Fees Req:	\$50.00	Fees Col:	\$50.00	Bal Due:	\$0.00
Activity:	E13-0075	Type:	ELEC	Sub Type:	SOLARVO	Status:	ISSUED
Parcel:	0114-491-01 -			DATE_B:	06/04/2013	Sq Feet:	
Site Address:	563 W LINDEN ST LSVL						
Description:	Solar PV System						
Applicant:	CITY ELECTRIC INC			Phone:	720-890-2636		
Owner:	KOORNWINDER			Phone:	805-452-3757		
Contractor:	CITY ELECTRIC INC			Phone:	720-890-2636		
Occupancy:		Use:		Class:		Insp Area:	
Valuation:	\$27,648.00	Fees Req:	\$300.00	Fees Col:	\$300.00	Bal Due:	\$0.00
Activity:	E13-0080	Type:	ELEC	Sub Type:	SOLARVO	Status:	ISSUED
Parcel:	0096-434-01 -			DATE_B:	06/13/2013	Sq Feet:	
Site Address:	781 W BIRCH CT LSVL						
Description:	Solar pv system						
Applicant:	SOLARCITY			Phone:	970-420-4117		
Owner:	JOHN PANASEWICZ			Phone:	303-541-8656		
Contractor:	SOLARCITY			Phone:	970-420-4117		
Occupancy:		Use:		Class:		Insp Area:	
Valuation:	\$13,480.00	Fees Req:	\$300.00	Fees Col:	\$300.00	Bal Due:	\$0.00
Activity:	E13-0081	Type:	ELEC	Sub Type:	SOLARVO	Status:	ISSUED
Parcel:	0109-228-01 -			DATE_B:	06/13/2013	Sq Feet:	
Site Address:	487 MUIRFIELD CT LSVL						
Description:	Solar PV system						
Applicant:	SOLARCITY			Phone:	970-420-4117		
Owner:	PIETRO SIMONETTI			Phone:	303-814-2687		
Contractor:	SOLARCITY			Phone:	970-420-4117		
Occupancy:		Use:		Class:		Insp Area:	
Valuation:	\$19,110.00	Fees Req:	\$300.00	Fees Col:	\$300.00	Bal Due:	\$0.00
Activity:	E13-0082	Type:	ELEC	Sub Type:	SOLARVO	Status:	ISSUED
Parcel:				DATE_B:	06/13/2013	Sq Feet:	
Site Address:	2049 WAGON WY LSVL						
Description:	Solar PV system						
Applicant:	SOLARCITY			Phone:	970-420-4117		
Owner:	MATT EISLER			Phone:	720-425-1135		
Contractor:	SOLARCITY			Phone:	970-420-4117		
Occupancy:		Use:		Class:		Insp Area:	
Valuation:	\$24,270.00	Fees Req:	\$300.00	Fees Col:	\$300.00	Bal Due:	\$0.00
Activity:	E13-0083	Type:	ELEC	Sub Type:	Misc	Status:	ISSUED
Parcel:	0019-311-01 -			DATE_B:	06/04/2013	Sq Feet:	
Site Address:	817 MAIN ST LSVL						
Description:	Relocation of electrical outlets						
Applicant:	BLT ENTERPRISES			Phone:	720-984-9076		
Owner:	BLT ENTERPRISES			Phone:	720-984-9076		
Contractor:	TRU-CRAFT ELECTRIC			Phone:	303-666-9414		
Occupancy:		Use:		Class:		Insp Area:	
Valuation:	\$350.00	Fees Req:	\$89.53	Fees Col:	\$89.53	Bal Due:	\$0.00
Activity:	E13-0084	Type:	ELEC	Sub Type:	Misc	Status:	FINAL
Parcel:	0019-580-01 -			DATE_B:	06/04/2013	Sq Feet:	
Site Address:	824 FRONT ST LSVL						
Description:	Replace three stage lights and add 4 with switching						
Applicant:	ALL CURRENT ELECTRIC			Phone:	303-434-9086		
Owner:	CITY OF LOUISVILLE			Phone:	303-335-4766		
Contractor:	ALL CURRENT ELECTRIC			Phone:	303-434-9086		

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Occupancy:	Use:	Class:	Insp Area:
Valuation: \$1,500.00	Fees Req: \$0.00	Fees Col: \$0.00	Bal Due: \$0.00
Activity: E13-0085	Type: ELEC	Sub Type: Misc	Status: FINAL
Parcel: 0070-685-01 -		DATE_B: 06/06/2013	Sq Feet:
Site Address: 1358 CALEDONIA CR LSVL			
Description: Elec meter repair			
Applicant: TRU-CRAFT ELECTRIC		Phone: 303-666-9414	
Owner: JEROEN SHOECK		Phone: 303-665-1150	
Contractor: TRU-CRAFT ELECTRIC		Phone: 303-666-9414	
Occupancy:	Use:	Class:	Insp Area:
Valuation: \$500.00	Fees Req: \$92.75	Fees Col: \$92.75	Bal Due: \$0.00
Activity: E13-0086	Type: ELEC	Sub Type: Misc	Status: ISSUED
Parcel:		DATE_B: 06/11/2013	Sq Feet:
Site Address: 951 SPRUCE ST LSVL			
Description: Add 2 outlets for weather station/monitor on the 1st floor			
Applicant: ALL CURRENT ELECTRIC		Phone: 303-434-9086	
Owner: CITY OF LOUISVILLE		Phone: 303-335-4766	
Contractor: ALL CURRENT ELECTRIC		Phone: 303-434-9086	
Occupancy:	Use:	Class:	Insp Area:
Valuation: \$400.00	Fees Req: \$0.00	Fees Col: \$0.00	Bal Due: \$0.00
Activity: E13-0089	Type: ELEC	Sub Type: Misc	Status: FINAL
Parcel: 0077-101-01 -		DATE_B: 06/17/2013	Sq Feet:
Site Address: 556 W CEDAR PL LSVL			
Description: wire attic fan and install keyless gfi		Phone: 303-666-0667	
Applicant: CRYSTAL ELECTRIC		Phone: 303-666-0667	
Owner: LANGTON DELLA A & ROGER W			
Contractor: CRYSTAL ELECTRIC			
Occupancy:	Use:	Class:	Insp Area:
Valuation: \$300.00	Fees Req: \$88.45	Fees Col: \$88.45	Bal Due: \$0.00
Activity: E13-0090	Type: ELEC	Sub Type: SOLARVO	Status: ISSUED
Parcel:		DATE_B: 06/28/2013	Sq Feet:
Site Address: 942 TREECE ST LSVL			
Description: Solar PV System			
Applicant: REAL GOODS SOLAR TECH		Phone: 303-222-8552	
Owner: CHRISTOPHER SMITH		Phone: 303-881-4316	
Contractor: REAL GOODS SOLAR TECH		Phone: 303-222-8552	
Occupancy:	Use:	Class:	Insp Area:
Valuation: \$22,449.48	Fees Req: \$300.00	Fees Col: \$300.00	Bal Due: \$0.00
Activity: E13-0099	Type: ELEC	Sub Type: Panel	Status: ISSUED
Parcel:		DATE_B: 06/28/2013	Sq Feet:
Site Address: 361 CENTENNIAL PKWY LSVL			
Description: Install 1 new 42 circuit 100 amp 120/208 volt panel for tenant recepticals on 1st floor			
Applicant: PROWEST ELECTRIC, INC.		Phone: 303-450-7805	
Owner: PIEDRA PROPERTIES		Phone: 720-890-4880	
Contractor: PROWEST ELECTRIC, INC.		Phone: 303-450-7805	
Occupancy:	Use:	Class:	Insp Area:
Valuation: \$1,840.00	Fees Req: \$123.56	Fees Col: \$123.56	Bal Due: \$0.00
Activity: M13-0085	Type: MECH	Sub Type: A/C	Status: ISSUED
Parcel:		DATE_B: 06/06/2013	Sq Feet:
Site Address: 1475 ARTHUR AV LSVL			
Description: install three new evaporative coolers in adjoining suites		Phone: 303-432-9700	
Contractor: AC MECHANICAL & ENGINEERING LLC		Phone: 303-410-7336	
Owner: WHEELS MANUFACTURING			
Occupancy:	Use:	Class:	Insp Area:
Valuation: \$25,360.00	Fees Req: \$412.00	Fees Col: \$412.00	Bal Due: \$0.00
Activity: M13-0091	Type: MECH	Sub Type: A/C	Status: FINAL
Parcel: 0092-600-01 -		DATE_B: 06/03/2013	Sq Feet:
Site Address: 601 W MULBERRY ST LSVL			
Description: Install an evap cooler and 4 supply runs		Phone: 303-665-3949	
Owner: DOUG JONES		Phone: 303-664-9865	
Contractor: H & M MECHANICAL			
Occupancy:	Use:	Class:	Insp Area:
Valuation: \$4,151.00	Fees Req: \$130.00	Fees Col: \$130.00	Bal Due: \$0.00
Activity: M13-0095	Type: MECH	Sub Type: Furnace	Status: ISSUED
Parcel: 0109-287-01 -		DATE_B: 06/03/2013	Sq Feet:
Site Address: 946 ST ANDREWS LN LSVL			
Description: Install a 80k furnace and April Aire 700 steam humidifer		Phone: 303-522-0314	
Owner: MARK DAYAN		Phone: 303-464-7000	
Contractor: ASPEN CREEK HEATING			
Occupancy:	Use:	Class:	Insp Area:
Valuation: \$5,800.00	Fees Req: \$270.71	Fees Col: \$270.71	Bal Due: \$0.00
Activity: M13-0096	Type: MECH	Sub Type: Furnace	Status: FINAL
Parcel: 0107-731-01 -		DATE_B: 06/07/2013	Sq Feet:
Site Address: 807 FLATIRONS CT LSVL			
Description: Install a 135k furnace and 4 ton coil only		Phone: 303-665-4279	
Owner: CLARK BOMAN		Phone: 303-466-4209	
Contractor: COOPER HEATING & COOLING INC.			
Occupancy:	Use:	Class:	Insp Area:
Valuation: \$2,500.00	Fees Req: \$98.00	Fees Col: \$98.00	Bal Due: \$0.00
Activity: M13-0097	Type: MECH	Sub Type: A/C	Status: ISSUED
Parcel: 0113-993-01 -		DATE_B: 06/07/2013	Sq Feet:

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Site Address:	730 PINEHURST CT LSVL	Phone:	720-352-8651	Insp Area:	
Description:	Install a 2 1/2 ton AC	Phone:	303-466-4209	Bal Due:	\$0.00
Owner:	RICH SHEEHAN	Class:		Status:	FINAL
Contractor:	COOPER HEATING & COOLING INC.	Sub Type:	Gas Logs	Sq Feet:	
Occupancy:		DATE_B:	06/06/2013		
Valuation:	\$2,900.00	Fees Col:	\$98.00		
Activity:	M13-0098	Fees Req:	\$98.00		
Parcel:		Type:	MECH		
Site Address:	2301 WYNONNA CT LSVL	Phone:	720-620-8797	Insp Area:	
Description:	Install a gas line for a fire pit	Phone:	303-466-4206	Bal Due:	\$0.00
Owner:	STEVEN STOLTZ	Class:		Status:	FINAL
Contractor:	THE GAS CONNECTION	Sub Type:	A/C	Sq Feet:	
Occupancy:		DATE_B:	06/10/2013		
Valuation:	\$835.00	Fees Col:	\$99.96		
Activity:	M13-0099	Fees Req:	\$99.96		
Parcel:	0095-687-01 -	Type:	MECH		
Site Address:	335 W HAWTHORN CT LSVL	Phone:	720-432-3102	Insp Area:	
Description:	Install a swamp cooler and 1 vent	Phone:	303-659-1784	Bal Due:	\$0.00
Owner:	LORI STEVENS	Class:		Status:	FINAL
Contractor:	RON MCNITT HEATING & AC, INC.	Sub Type:	A/C	Sq Feet:	
Occupancy:		DATE_B:	06/11/2013		
Valuation:	\$2,500.00	Fees Col:	\$151.75		
Activity:	M13-0101	Fees Req:	\$151.75		
Parcel:	0019-796-01 -	Type:	MECH		
Site Address:	801 LAFARGE AV LSVL	Phone:	720-339-4635	Insp Area:	
Description:	Install an evaporative cooler on the roof	Phone:	720-891-3518	Bal Due:	\$0.00
Owner:	DAVID BEECH	Class:		Status:	ISSUED
Contractor:	CARROLL MECHANICAL SERVICES	Sub Type:	Misc	Sq Feet:	
Occupancy:		DATE_B:	06/17/2013		
Valuation:	\$3,600.00	Fees Col:	\$191.40		
Activity:	M13-0102	Fees Req:	\$191.40		
Parcel:	0092-090-01 -	Type:	MECH		
Site Address:	270 S CARTER AV LSVL	Phone:	303-665-7777	Insp Area:	
Description:	install new cooler	Phone:	303-210-6188	Bal Due:	\$0.00
Owner:	SHEETS ROBERT L & NANETTE J	Class:		Status:	ISSUED
Contractor:	ARMENDARIZ MECHANICAL INC.	Sub Type:	A/C	Sq Feet:	
Occupancy:		DATE_B:	06/17/2013		
Valuation:	\$4,600.00	Fees Col:	\$228.91		
Activity:	M13-0103	Fees Req:	\$228.91		
Parcel:	0019-143-01 -	Type:	MECH		
Site Address:	1020 REX ST LSVL	Phone:	303-304-6280	Insp Area:	
Description:	new evap cooler	Class:		Bal Due:	\$0.00
Owner:	ZOEY DAVOL	Sub Type:	A/C	Status:	FINAL
Contractor:	BLUE VALLEY ENERGY LLC	DATE_B:	06/20/2013	Sq Feet:	
Occupancy:		Fees Col:	\$226.75		
Valuation:	\$4,500.00	Fees Req:	\$226.75		
Activity:	M13-0104	Type:	MECH		
Parcel:	0092-430-01 -				
Site Address:	672 W ASPEN WY LSVL	Phone:	303-665-2688	Insp Area:	
Description:	Install a 2 1/2 ton AC	Phone:	303-664-9865	Bal Due:	\$0.00
Owner:	BECKY MEDUS	Class:		Status:	ISSUED
Contractor:	H & M MECHANICAL	Sub Type:	A/C	Sq Feet:	
Occupancy:		DATE_B:	06/19/2013		
Valuation:	\$3,275.00	Fees Col:	\$114.00		
Activity:	M13-0105	Fees Req:	\$114.00		
Parcel:	0106-986-01 -	Type:	MECH		
Site Address:	585 MANORWOOD LN LSVL	Phone:	978-761-7174	Insp Area:	
Description:	Install a 4 ton AC	Phone:	303-776-2177	Bal Due:	\$0.00
Owner:	MARK GAMBALE	Class:		Status:	ISSUED
Contractor:	SERVICE EXPERTS HEATING & AIR	Sub Type:	AC/Furn	Sq Feet:	
Occupancy:		DATE_B:	06/21/2013		
Valuation:	\$5,727.15	Fees Col:	\$269.14		
Activity:	M13-0106	Fees Req:	\$269.14		
Parcel:	0106-483-01 -	Type:	MECH		
Site Address:	350 SPRUCE LN LSVL	Phone:	303-506-4142	Insp Area:	
Description:	Install a 90k furnace and 3 ton AC	Phone:	303-466-4209	Bal Due:	\$0.00
Owner:	KRIS HANSSEN	Class:		Status:	ISSUED
Contractor:	COOPER HEATING & COOLING INC.	Sub Type:	AC/Furn	Sq Feet:	
Occupancy:		DATE_B:	06/24/2013		
Valuation:	\$5,100.00	Fees Col:	\$146.00		
Activity:	M13-0107	Fees Req:	\$146.00		
Parcel:	0019-510-02 -	Type:	MECH		
Site Address:	945 FRONT ST LSVL	Phone:	303-570-5866	Insp Area:	
Description:	Install a 70k furnace and 2 ton AC	Phone:	303-341-5701	Bal Due:	\$0.00
Owner:	MURGALLIS LAW	Class:		Status:	FINAL
Contractor:	ABE HEATING & COOLING	Sub Type:	Furnace	Sq Feet:	
Occupancy:		DATE_B:	06/24/2013		
Valuation:	\$4,750.00	Fees Col:	\$232.13		
Activity:	M13-0108	Fees Req:	\$232.13		
Parcel:	0089-497-01 -	Type:	MECH		

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Site Address:	1615 COTTONWOOD DR LSVL				
Description:	Install a 45k furnace Unit #9				
Owner:	JEFF SWOBODA	Phone:	720-887-2772		
Contractor:	BOULDER METAL PRODUCTS	Phone:	303-442-0731		
Occupancy:		Class:		Insp Area:	
Valuation:	\$1,700.00	Fees Req:	\$118.55	Fees Col:	\$118.55
Activity:	M13-0109	Use:		Sub Type:	AC/Furn
Parcel:	0019-564-01 -	Type:	MECH	DATE_B:	06/24/2013
Site Address:	1220 LAFARGE AV LSVL				
Description:	Install a 80k furnace and 3 ton AC				
Owner:	PETE SHARP	Phone:	720-625-3428		
Contractor:	KAPPLER MECHANICAL & ELECTRICAL	Phone:	720-929-1680		
Occupancy:		Class:		Insp Area:	
Valuation:	\$11,000.00	Fees Req:	\$462.51	Fees Col:	\$462.51
Activity:	M13-0110	Use:		Sub Type:	Gas Logs
Parcel:		Type:	MECH	DATE_B:	06/25/2013
Site Address:	2325 WYNONNA CT LSVL				
Description:	Install a 30' of 1/2 blk csst to fire pit				
Owner:	GRANT JACOBS	Phone:	720-841-3002		
Contractor:	COLORADO HEATING COOLING INC	Phone:	303-280-5765		
Occupancy:		Class:		Insp Area:	
Valuation:	\$1,000.00	Fees Req:	\$103.51	Fees Col:	\$103.51
Activity:	M13-0111	Use:		Sub Type:	A/C
Parcel:	0106-293-01 -	Type:	MECH	DATE_B:	06/28/2013
Site Address:	1066 MEADOW CT LSVL				
Description:	Install a 4 ton AC				
Owner:	LAMB FRANK W & KAREN E LAMB	Phone:	303-666-5604		
Contractor:	PRECISION PLUMBING & HEATING, INC.	Phone:	303-442-3355		
Occupancy:		Class:		Insp Area:	
Valuation:	\$4,600.00	Fees Req:	\$130.00	Fees Col:	\$130.00
Activity:	M13-0112	Use:		Sub Type:	Furnace
Parcel:	0092-664-01 -	Type:	MECH	DATE_B:	06/28/2013
Site Address:	631 WEST ST LSVL				
Description:	Install a 80k furnace				
Owner:	STEPHANIE ROWE	Phone:	386-451-7824		
Contractor:	PRECISION PLUMBING & HEATING, INC.	Phone:	303-442-3355		
Occupancy:		Class:		Insp Area:	
Valuation:	\$3,000.00	Fees Req:	\$98.00	Fees Col:	\$98.00
Activity:	M13-0113	Use:		Sub Type:	A/C
Parcel:	0104-415-01 -	Type:	MECH	DATE_B:	06/28/2013
Site Address:	618 W HICKORY CT LSVL				
Description:	Install a 4 ton AC				
Owner:	LINDA & KURT HOFGARD	Phone:	303-604-2580		
Contractor:	PRECISION PLUMBING & HEATING, INC.	Phone:	303-442-3355		
Occupancy:		Class:		Insp Area:	
Valuation:	\$4,000.00	Fees Req:	\$114.00	Fees Col:	\$114.00
Activity:	M13-0114	Use:		Sub Type:	A/C
Parcel:		Type:	MECH	DATE_B:	06/28/2013
Site Address:	646 W SAGEBRUSH DR LSVL				
Description:	Install a 4 ton AC				
Owner:	BRUCE MCDUFFEE	Phone:	303-665-2834		
Contractor:	PRECISION PLUMBING & HEATING, INC.	Phone:	303-442-3355		
Occupancy:		Class:		Insp Area:	
Valuation:	\$2,800.00	Fees Req:	\$98.00	Fees Col:	\$98.00
Activity:	P13-0042	Use:		Sub Type:	W-Heater
Parcel:	0092-381-01 -	Type:	PLUM	DATE_B:	06/03/2013
Site Address:	619 W JUNIPER CT LSVL				
Description:	Install a 50 gal water heater				
Owner:	ANGELIQUE LAYTON	Phone:	303-926-1197		
Contractor:	STEADFAST PLUMBING INC.	Phone:	303-920-1102		
Occupancy:		Class:		Insp Area:	
Valuation:	\$1,171.90	Fees Req:	\$82.00	Fees Col:	\$82.00
Activity:	P13-0043	Use:		Sub Type:	Repair
Parcel:	0060-467-01 -	Type:	PLUM	DATE_B:	06/10/2013
Site Address:	261 LAFAYETTE ST LSVL				
Description:	10' sewer repair and install clean outs				
Owner:	DEIDRE APPLEHOMMES	Phone:	303-883-0855		
Contractor:	PROFESSIONAL PIPELINE SOLUTIONS	Phone:	303-287-0889		
Occupancy:		Class:		Insp Area:	
Valuation:	\$900.00	Fees Req:	\$82.00	Fees Col:	\$82.00
Activity:	P13-0044	Use:		Sub Type:	W-Heater
Parcel:	0094-377-01 -	Type:	PLUM	DATE_B:	06/24/2013
Site Address:	525 W LOIS WY LSVL				
Description:	Install a 40 gal water heater				
Owner:	JOAN BACCINO	Phone:	303-819-6284		
Contractor:	APPLEWOOD PLUMBING, HEATING & ELECTRIC	Phone:	303-458-5988		
Occupancy:		Class:		Insp Area:	
Valuation:	\$2,575.00	Fees Req:	\$153.37	Fees Col:	\$153.37
Activity:	P13-0045	Use:		Sub Type:	W-Heater
Parcel:	0109-967-01 -	Type:	PLUM	DATE_B:	06/26/2013

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Site Address:	818 W MULBERRY ST LSVL						
Description:	Install a 50 gal water heater						
Owner:	DAVID ARMSTEAD			Phone:	303-909-2345		
Contractor:	PROSPECT PLUMBING LLC			Phone:	972-655-8080		
Occupancy:		Use:		Class:		Insp Area:	
Valuation:	\$1,248.00	Fees Req:	\$108.83	Fees Col:	\$108.83	Bal Due:	\$0.00
Project:	SHL13-0001	Type:	B_SHELL	Sub Type:	NCOM	Status:	ISSUED
Parcel:				DATE_B:	06/11/2013	Sq Feet:	
Site Address:	2095 BOXELDER ST LSVL						
Description:	NCOM for Multi level training facility for firefighters and rescue personel						
	2400 total sqft - 3 floors						
	1 of 3 buildings on site						
Contractor:	SYMMETRY BUILDERS INC			Phone:	303-956-4023		
Applicant:	SYMMETRY BUILDERS INC			Phone:	303-956-4023		
Owner:	LOUISVILLE FIRE DEPARTMENT			Phone:	720-273-6407		
Occupancy:	B	Use:	IIB	Class:	328	Insp Area:	
Valuation:	\$425,000.00	Fees Req:	\$5,752.50	Fees Col:	\$5,752.50	Bal Due:	\$0.00

Totals

Valuation: \$5,143,492.57
Square Feet:
Fees Required: \$899,344.24
Fees Collected: \$899,344.24
Balance Due: \$0.00
A/P/D's Selected: 99

Selection Criteria

Report Id: REPT120
Site: LOUISVILLE, CO - CITY OF
User Id: LYNN
Run Id: 4372
Date Range: DATE_B 06/01/2013 - 06/30/2013
Level: Activities, Projects
Category: *ALL*
Types: BUILD-M, B_SHELL, COMBINE, DEMO, ELEC, MECH, PLUM
Status: Exclude Applied, EXPIRED, VOID, Denied, APPROVED, Plan exp, WITHDRWN
Construction Types: *ALL*
Valuation: *ALL*
Contractor: *ALL*
Outstanding Fee: *ALL*
Street No: *ALL*
Street Direction: *ALL*
Street Name: *ALL*
City Id: *ALL*
Office: *ALL*
Sub Types: *ALL*
Occupancy: *ALL*
Class: *ALL*
Inspector Area: *ALL*
Look Up: *ALL*
No Set Processing :
Date Printed: 07-05-2013 10:42:47 AM
Report Notation:
Report Result:

Louisville Library Monthly & YTD Use Measures

May

REGULAR MEASURES	May 2013	May 2012	% Δ	YTD 2013	YTD 2012	% Δ
Checkouts and Renewals	44,736	46,534	-4%	229,484	230,155	0%
Visitors	22,687	21,598	5%	111,723	108,452	3%
Programs	80	61	31%	446	371	20%
Program Attendance	1,356	551	146%	8,000	4,253	88%

Louisville Historical Museum Monthly & YTD Visitors

	2013	2012	% Δ	YTD 2013	YTD 2012	% Δ
May	224	185	21%	783	811	-3%

Circulation was lower in May of this year than the same month in 2012, and for the year, the number of items checked out is about the same as it was last year through May. At the same time, the number of people using the Library is up—5% for May, and 3% year-to-date.

Although it seems that these two measures point in contradictory directions, in fact they bear out a trend seen in public libraries around the country: people are using more electronic access for reading materials and entertainment like movies and music, but increasingly turn to libraries for meeting and study space, computer access, and programs.

In May, our Children's and Teen librarians made a concerted effort to visit schools to promote the Library's Summer Reading Program, which runs in June and July. They talked to close to 3,000 school children, up from around 700 in 2012. As a result, the number of children registering for the program exceeded the total for 2012 in the first week!

Visits to the Historical Museum were strong in May as well, continuing an upward trend as the weather improved. For the year, visits are somewhat lower than last year.

LOUISVILLE MUNICIPAL COURT MONTHLY COURT REPORT 2013

TRAFFIC VIOLATIONS	JAN	FEB	MAR	APR	MAY	JUNE	JULY	AUG	SEPT	OCT	NOV	DEC	YTD 2013	YTD 2012
0 POINT VIOLATIONS	0	0	0	0	0	0							0	0
1 POINT VIOLATIONS	1	8	0	3	2	1							15	7
2 POINT VIOLATIONS	4	7	3	9	14	8							45	20
3 POINT VIOLATIONS	6	9	13	11	7	7							53	47
4 POINT VIOLATIONS	33	44	43	52	39	26							237	148
6 POINT VIOLATIONS	0	0	0	0	0	0							0	1
8 POINT VIOLATIONS	0	0	0	0	1	0							1	5
12 POINT VIOLATIONS	0	0	0	0	1	0							1	0
SUB TOTALS	44	68	59	75	64	42	0	0	0	0	0	0	352	228
SPEED VIOLATIONS														
1 POINT VIOLATIONS	4	0	6	7	5	4							26	39
4 POINT VIOLATIONS	32	29	47	49	54	30							241	370
6 POINT VIOLATIONS	0	5	12	12	8	6							43	32
12 POINT VIOLATIONS	0	0	0	0	0	0							0	0
SUB TOTALS	36	34	65	68	67	40	0	0	0	0	0	0	310	441
PARKING VIOLATIONS														
PARKING	4	11	20	7	10	9							61	40
PARKING/FIRE LANE	1	0	0	0	0	0							1	4
PARKING/HANDICAPPED	0	1	1	2	3	5							12	7
SUB TOTALS	5	12	21	9	13	14	0	0	0	0	0	0	74	51
CODE VIOLATIONS														
BARKING DOGS	0	0	1	0	0	0							1	4
DOG AT LARGE	3	0	4	0	4	4							15	10
WEEDS/SNOW REMOVAL	0	0	2	0	0	0							2	3
JUNK ACCUMULATION	0	0	2	0	1	0							3	3
FAILURE TO APPEAR	3	1	10	7	5	4							30	15
RESISTING AN OFFICER	0	0	0	0	0	0							0	0
DISORDERLY CONDUCT	0	1	0	0	1	1							3	7
ASSAULT	0	0	0	0	0	0							0	1
DISTURBING THE PEACE	1	0	1	0	0	0							2	5
THEFT	0	0	1	0	1	1							3	6
SHOPLIFTING	3	0	2	0	0	1							6	7
TRESPASSING	1	0	0	0	0	0							1	5
HARASSMENT	0	0	0	0	0	0							0	3
MISC CODE VIOLATIONS	4	1	7	4	3	1							20	24
SUB TOTALS	15	3	30	11	15	12	0	0	0	0	0	0	86	93
TOTAL VIOLATIONS	100	117	175	163	159	108	0	0	0	0	0	0	822	813
CASES HANDLED														
GUILTY PLEAS	28	22	38	27	35	30							180	146
CHARGES DISMISSED	19	17	40	21	19	20							136	128
*MAIL IN PLEA BARGAIN	34	53	60	83	69	42							341	423
AMD CHARGES IN COURT	17	25	33	29	33	15							152	111
DEF/SUSP SENTENCE	2	0	4	3	3	1							13	9
TOTAL FINES COLLECTED	\$ 9,910.00	\$ 9,540.00	\$ 15,145.00	\$ 15,995.00	\$ 14,870.00	\$ 11,880.00							\$ 77,340.00	\$ 77,279.00
COUNTY DUI FINES	\$ 1,823.65	\$ 1,276.56	\$ 2,272.28	\$ 1,654.77	\$ 1,040.84	\$ 2,141.00							\$ 10,209.10	\$ 7,498.54
TOTAL REVENUE	\$ 11,733.65	\$ 10,816.56	\$ 17,417.28	\$ 17,649.77	\$ 15,910.84	\$ 14,021.00	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 87,549.10	\$ 84,777.54

SUBJECT: RECOGNITION OF CLAIRE VICTOR, COLORADO MUNICIPAL
LEAGUE ESSAY CONTEST WINNER

DATE: JULY 16, 2013

PRESENTED BY: MALCOLM FLEMING, CITY MANAGER

SUMMARY:

We recognize Claire Victor, 8th grade student at Louisville Middle School. Colorado Municipal League held an “If I Were Mayor” Essay Contest and Claire’s essay was chosen as the best out of 730 essays submitted.

FISCAL IMPACT:

None

RECOMMENDATION:

None

ATTACHMENT(S):

1. Claire’s Essay

Leading as a Whole

We think our lives are our own, and don't realize we are part of a family, community, and town. Everyone's life is connected and needs someone to keep it all together. A mayor fulfills that role, with an objective to protect the health, safety, welfare, and housekeeping of her citizens. If I were mayor, I would plan ahead in organizing a budget, encourage business, design and sponsor community activities, and use feedback from the citizens.

Keeping track of money is crucial, especially when you are mayor. Knowing this, I would make a budget. This budget would keep me prepared and have a limit whenever I was distributing money and collecting taxes. The budget would be spent on creating and sponsoring events, local movements for the environment, making the municipality a great place for business, and cleaning up the town to ensure it's a nice place to live in. All these factors for a thriving and sustainable town require money, and with a budget, I would stay organized.

Encouraging business is also a significant factor in a successful town. Being the mayor, it's important to encourage new business and create more jobs for the community. With more businesses, jobs are created, more is consumed, and property is obtained, in an overall income for the town in tax buildup. To persuade reluctant owners who promote environmental or high profit products to move in, I could offer loans or tax incentives because the money will come back in the form of consumption and wages. Businesses provide income, which balances the budget and is why they need to be encouraged.

Getting involved with community activities is necessary for the mayor. Setting up events encourages the community to participate. Environmental movements help keep a town sustainable and clean. A kind

of event I would sponsor or design would be creating gardens in an open space, because it would use the area without destroying it, reduce dependence on grocery stores, and be good for the town's health. All these ideas for a more eco-friendly town brings its citizens together and makes the community a better place, even though it lowers some tax income from consumption.

Being the head of the town, I think it's really important I connect with the citizens. I would set up meetings, surveys and a public e-mail which would allow the people of the town to tell me what they think needs to happen. That way, I can determine the skills and desires of the citizens, making them more accommodating to community activities and new business. This makes the town a happier and successful place.

If I were mayor, I would base all my decisions on what would be best for the community and its health by planning ahead, encouraging business, getting involved, and listening. Being the mayor is a very difficult job that requires specific attention to details and achieving the expectations of the citizens. The key to leading successfully is listening to your followers.

**SUBJECT: COMMUNITY FOOD SHARE GRANT RECIPIENT
PRESENTATION**

DATE: JULY 16, 2013

PRESENTED BY: SUSAN FINESILVER, DEVELOPMENT MANAGER

SUMMARY:

Community Food Share is a City of Louisville 2013 Grant Recipient. Susan Finesilver, Community Food Share Development Manager, will present a brief overview of the non-profit and how the organization is using the grant funds.

FISCAL IMPACT:

Funds have already been distributed.

RECOMMENDATION:

None

ATTACHMENT(S):

- 1) Community Food Share At a Glance
- 2) 2012 Louisville Distribution



Community Food Share 2012 City of Louisville Distribution Results

1. In 2012, Community Food Share distributed 43,348 meals (1 meal = 1 pound) in the City of Louisville. This was a 7,289 pound increase over 2011. The value of the food was \$71,958. All food was distributed free of charge. The food was distributed via two Louisville Member Agencies/Programs and our own Direct Distribution programs.
2. The Member Agencies received 72% (31,029 pounds) of the food that was distributed in Louisville. The agencies included Louisville Community Food Bank, Heritage House, and the Boulder Valley YMCA program at Louisville Elementary School.
3. Food was also distributed to Louisville residents through Community Food Share's Direct Distribution programs, as follows:
 - Feeding Families Warehouse Distribution program: 8,636 pounds were distributed to 8 families (28 individuals) enrolled in the program.
 - Elder Share: 3,683 pounds were distributed to 9 Elder Share members.
 - Emergency Food Boxes: 520 pounds were distributed to 7 families (28 individuals).

Results of City of Louisville Grant

Community Food Share is able to distribute four meals for every dollar donated, because of our size and warehouse efficiencies. Therefore, the \$2,500 grant from the City of Louisville helped us distribute 10,000 meals.

Thank you for your continued interest and support!

Community Food Share

\$1 = 4 meals

Community Food Share's mission is to ensure that no one in Boulder & Broomfield Counties goes hungry.



650 S. Taylor Avenue
Louisville, CO 80027

Phone: 303-652-3663
Fax: 303-652-1304

www.communityfoodshare.org



At-A-Glance

Population Served

- There are approximately 59,000 people (1 in 6) in our area who are living at or below 130% of poverty (\$29,965 annually for a family of 4).
- There are 13,046 children (~3,261 families) enrolled in the School Free Lunch program in the Boulder Valley and St Vrain Valley school districts.

Community Food Share's Response

- Founded in 1981, we are the central source for food procurement and distribution in Boulder and Broomfield Counties, with the goal of eliminating hunger and food insecurity for all community residents.
- ALL FOOD IS PROVIDED FREE OF CHARGE.
- In 2012, Community Food Share distributed over 7.1 million meals (one meal = one pound). The value of the food was \$11,878,744.
- Since 2003, Community Food Share has distributed 49,368,290 pounds of food to those in need of food assistance in Boulder and Broomfield Counties. The value of the food was \$78 million.
- Our food distribution program "casts the widest net" via multiple distribution points, including a network of 50+ Member Agencies and our own Direct Distribution programs. We serve 30,000 individuals annually.
- The Member Agencies include food pantries, soup kitchens, shelters and residential treatment homes. Community Food Share provides the majority of the food that many of the agencies distribute to their clients.
- Our Direct Distribution programs help to ensure that food is being distributed to specific groups of vulnerable populations, including families with children on the School Free Lunch program and low income seniors.
- We are a member of Feeding America (the largest domestic hunger-relief organization, with 200 member food banks) and Feeding Colorado (the 5 Colorado Feeding America food banks).

**SUBJECT: ASSOCIATION FOR COMMUNITY LIVING GRANT RECIPIENT
PRESENTATION**

DATE: JULY 16, 2013

PRESENTED BY: AILSA WONNACOTT, EXECUTIVE DIRECTOR

SUMMARY:

Association for Community Living is a City of Louisville 2013 Grant Recipient. Ailsa Wonnacott, Executive Director, will present a brief overview of the non-profit and how the organization is using the grant funds.

FISCAL IMPACT:

Funds have already been distributed.

RECOMMENDATION:

None

ATTACHMENT(S):

- 1) Denver Business Journal Article
- 2) ACL Annual Report November 2012

'Changing the world'

JONATHAN CASTNER

Association for Community Living gives hope to people society forgot

by Clayton Moore | news@bcb.com

When Ailsa Wonnacott, executive director of the Association for Community Living, recently made her annual appeal for funding to the Boulder County Commissioners, she

Joe Ortiz, 52, shows off the tent where he lived in his mother's backyard in Longmont with Brenda Anderson, his companion of 24 years.

brought along a powerful message.

In her office in rural Longmont, Wonnacott keeps the cardboard sign she brought to that meeting. On one side, her team created colorful images of all the work ACL does to advocate on behalf of children and adults who live with developmental disabilities, ranging from training young parents to fostering changes in public policy.

On the other side was a coarse image of a tiny, run-down building behind a chain-link fence. Earlier this year, the association discovered 10 people with disabilities living in the studio-size outbuilding, another living in a shed outside, and a couple in a makeshift tent.

"This is not a refugee camp," Wonnacott said. "That is downtown Longmont last Thursday afternoon. For some people, the only safety net is us, and that's only if we can find them."

Next to the tent is the shack that Joe Ortiz's brother, Lorenzo, 53, built in the late 1970s and lived there for most of the time since then. Another 10 people were found to be living in a nearby outbuilding.



JONATHAN CASTNER

At its heart, the association is dedicated to ensuring that all members of the communities in Boulder and Broomfield counties are able to live, work and participate fully in all aspects of community life. It began as a grassroots movement supported by Boulder parents in the early 1960s that grew into the local chapter of the community-based organization The Arc. This year, the association celebrates its 50th anniversary.

"This movement has grown from a few parents meeting in a living room to being an organization that helps change the world," Wonnacott said. "But of course, as we change the world, the world changes in all kinds of ways that we can't predict."

In fact, those changes represent serious obstacles to the people her organization serves. While access to public education has improved over the decades, other challenges have exploded in the past five years.

Among these hurdles are a crisis in funding for adult services, a tsunami of aging caregivers for children with disabilities, increased rates of autism spectrum conditions, protracted wait times to access services, and potentially devastating cuts in funding for elementary and secondary education.

"Cuts in education impact students without disabilities significantly, but they impact students with disabilities catastrophically," Wonnacott said. "If there are fewer adults in a school, students will not have the support they need to attend general education classes, let alone benefit from individualized help."

The agency, a 501(c)3 nonprofit, partners extensively with school districts in Boulder and Broomfield counties and with other service providers such as the Boulder-based Community Centered Board, better known as Imagine! With just eight staff members and some 200 volunteers, the association provided advocacy, referrals and training to more than 1,200 people with disabilities and their families in 2011.

The community is vital to the agency's financial success. With a budget around \$650,000, fully half of the association's budget comes from the funds



JONATHAN CASTNER

Association for Community Living adult advocate Nicole Newsom, left, has been working with Joe Ortiz and Brenda Anderson for some time and has gotten the couple out of their tent and into temporary housing. She brought Joe a machine to help with breathing problems that prevented him from keeping his landscaping job. She is trying to help Lorenzo as well.

ASSOCIATION FOR COMMUNITY LIVING IN BOULDER COUNTY

5744 N. 71st St.
Longmont, CO 80503
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www.aclboulder.org

provided through Arc Thrift Stores throughout the state.

"The Arc Thrift Stores are absolutely key to our survival. We always tell people to please buy there, and donate there," Wonnacott said.

One of the association's clients was able to rebuild from homelessness by working in one of the thrift stores and securing a donated vehicle from Arc.

The community can help support the association's work in other ways as well. The nonprofit offers mem-



"For some people, the only safety net is us, and that's only if we can find them."

Ailsa Wonnacott
executive director,
Association for Community Living

bership ranging from \$2 for people with disabilities to \$500 for a lifetime membership, and welcomes individual donations. The organization also values its many volunteers. Opportunities range from helping at the office with training and events all the way to more intensive advocacy efforts.

see CHANGING pg 21

CHANGING continued from 17

"We need as many volunteers as we can get," said Kristine Johnson, training and events coordinator. "We're just getting our volunteer advocate program off the ground to foster friendships and activities between volunteers and people with disabilities. These volunteers truly contribute to social change as part of a team of dedicated, compassionate individuals."

The people at the association also work to change public perceptions of people with disabilities.

"People with disabilities are not passive recipients of care or a drain on public dollars," Wonnacott said. "They are active, contributing members of our community. The degree to which we can provide the appropriate and necessary support, the more we benefit as a community."

The association's goals are not about creating dependency but instead helping families, caregivers and people living with developmental disabilities to foster confidence in their own ability to advocate for themselves, and to promote self-sufficiency.

"I think it's really important for people here to understand that we're a human rights organization," Wonnacott said. "We have a long way to go in protecting the civil rights of people with disabilities. The association is often the only organization that stands between the happy, healthy and safe life a person should be having, and living in a makeshift refugee camp. We get people to the table and ensure they are given the opportunity to speak. When they cannot, we will speak for them."

CIRCLE continued from 9

elders when they attend, in addition to having access to resources they wouldn't have had the opportunity to."

Raderman partners with more than 50 arts and cultural organizations to be able to offer free entry to more than 200 events yearly. She's also looking to work with organizations such as Head Start, which provides comprehensive services — from education to nutrition — to low-income families and their children.

"I have elders who've spent their lifetime in education and are begging to be part of this volunteering in the classroom," Raderman said, referring to matching of elders with children as a win-win situation. "My work is as the connector."

Working with a \$250,000 annual budget, Raderman, who has a background in health-care administration and medical marketing, admitted that her reach is limited even though her ideas are not. "We could easily quadruple what we do if I had the resources."

Raderman hopes to inspire business sponsors and corporate underwriters to use her program as a way to increase their community visibility and "to work for the greater good."

Pro-bono business developers, private donors, complimentary ticket donations and volunteers are needed to stretch the Circle of Care reach.

"This is more of a movement than a program," Raderman said. "We're building a healthier, more inclusive community that makes all of us feel that we belong to something."



THE CENTRAL SOURCE FOR
FOOD PROCUREMENT &
DISTRIBUTION, WITH THE
GOAL OF ELIMINATING
FOOD INSECURITY
FOR ALL BOULDER &
BROOMFIELD COUNTY
RESIDENTS

Our Mission

Community Food Share's mission is to ensure that no one in Boulder and Broomfield Counties goes hungry.

\$1 = 4 meals

How you can help:

- Make a tax deductible donation through your personal or business account. Donate online at communityfoodshare.org
- Participate in a CFS community-wide food drive throughout the year. The donation of non-perishable food items provides the nutritious variety needed by our 50 Member Agencies and our Direct Distribution programs.
- Compete in our *Corporate Challenge* from May 7-22, 2013. It's a great way for employees to get involved and learn about local hunger issues.
- Volunteer at CFS! Our efforts to end hunger go so much further with the help of dedicated volunteers.



Community Food Share

6363 Horizon Lane
Longmont, CO 80503
303-652-3663

www.communityfoodshare.org

In 2011, Community Food Share distributed over 7.5 million meals, valued at \$12.5 million. All food was distributed free of charge.

2013 GIVING GUIDE

Directory
of Nonprofit
Organizations
in Boulder
and Broomfield
Counties



Sponsored by



Foothills United Way



BOULDER COUNTY
**BUSINESS
REPORT**
Nov. 9-22, 2012



Association for Community Living

January-October 2012



Our Mission....

We believe that people with developmental disabilities belong in the community in natural proportions-to live, to work and to participate fully in all aspects of community life. The ACL in Boulder County exists to ensure these rights by acting as a catalyst to promote attitudes, practices, programs and policies that result in full participation

Contents:

- ❖ **Message from the Executive Director**
- ❖ **History of the ACL**
- ❖ **ACL Programs**
- ❖ **Financial Summary**
- ❖ **Highlights of 2012**
- ❖ **Board of Trustees**
- ❖ **Our Partners**

A Message from the Executive Director

2012 was a year of growth and development for the Association for Community Living (ACL). We are proud of all we have achieved and excited for the future of the organization and the people and communities we serve.

As we celebrate our 50th anniversary it is natural to look back and reflect on these five decades of grassroots advocacy, support, training, innovation and commitment to community. In looking back we realize that we have changed many lives and in return we have been changed. We are strong, knowledgeable, adaptable, efficient and effective thanks to the people, families and communities who continue to be our teachers.

With deep gratitude and respect for all our teachers, we step into the future as a strong voice for people with intellectual/developmental disabilities and their families.



Ailsa Wonnacott

Executive Director

History of the ACL

In June 1962 the first meeting of the Boulder County ARC (BCARC) was held in the front room of Betty and Joe Bowar's home, without their vision we would not be here! Two years later BCARC became an affiliated Chapter of The ARC of The United States and we continue to value our affiliation with our fellow Arc Chapters at the local, state and national level.

Back in 1962 public schools would not enroll students with disabilities and families were routinely told to institutionalize their sons and daughters. For many families this was their only choice as there was no support in the community. Those families who were able to provide the care their children needed without community based supports were often forced to allow their adult daughters and sons to live in state institutions when, as parents, they grew older and less able to provide support at home.



For decades the ACL as a part of the Arc movement has advocated at every level to secure a free appropriate public education for students with disabilities and for community based services and supports for both children and adults so that they have better alternatives to life in an institution. This work is ongoing; access to a quality education and community based support is as vital as ever and yet these human rights remain vulnerable to erosion without ongoing grass roots advocacy which is still provided by the Arc movement.

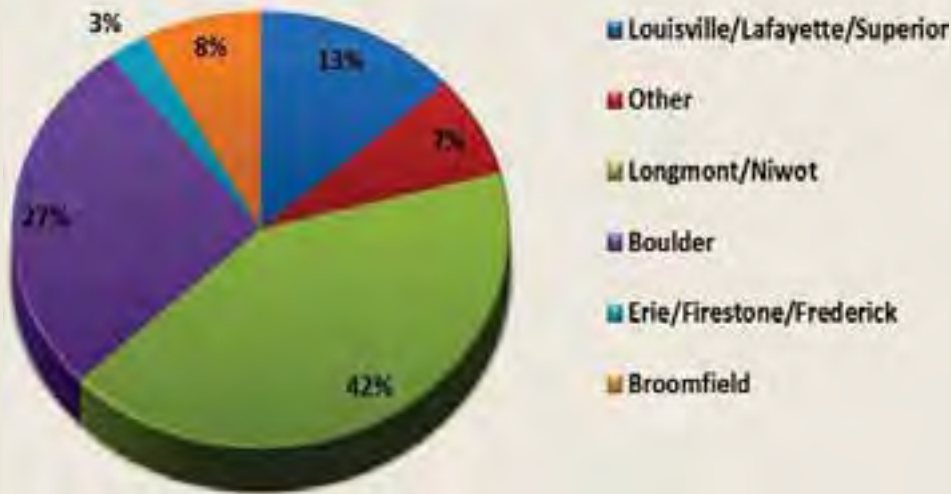
It is now 2012, our 50th Anniversary, and the ACL is still humming with activity! Adult education classes, parent training and support, self-advocacy groups, individual advocacy in the special education and adult services arena's, training for professionals, and public policy are all in constant motion. This is possible thanks to our members, Board of Trustees, volunteers and staff, many of whom are relatives and friends of people with intellectual/developmental disabilities and all of whom are committed to our mission. Recognizing the limitations of public services to educate and support people, an advocacy voice continues to be important. The ACL is here is to be that voice.



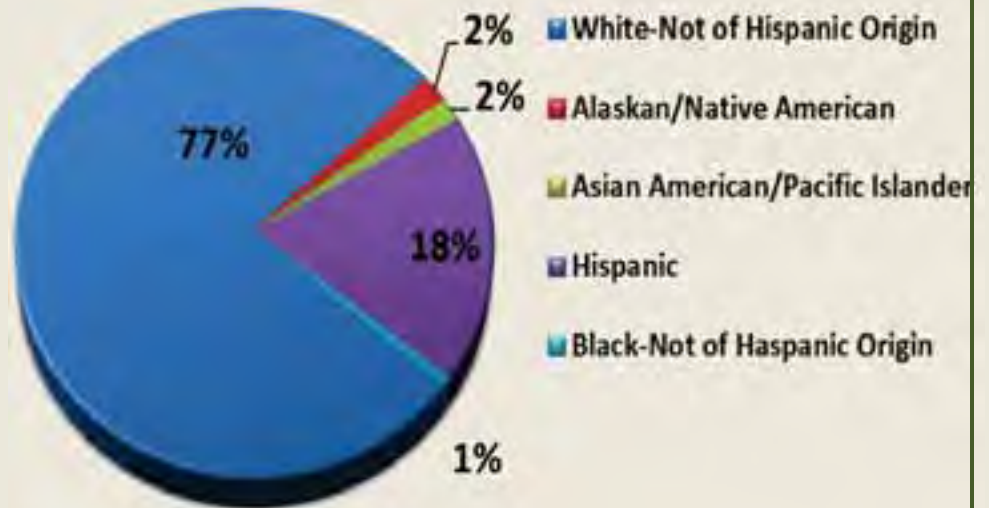
ACL Programs

The majority of people we have served in 2012 live in Longmont. This vibrant city has great transport links to other communities and many essential services and supports such as the Department of Housing and Human Services, the Division for Vocational Rehabilitation and St Vrain School District offices are concentrated in the down town area. People with intellectual/developmental disabilities and their families often experience financial strain and Longmont offers affordable housing options.

Advocacy by City of Residence Jan-Oct 2012



Ethnicity Jan-Oct 2012



Since recruiting a Spanish speaking advocate, the ACL has increased support to Hispanic community members from 8% of total people served at the end of 2011, to 19% by October 2012.

Advocacy in the public school system accounts for 40% of the direct advocacy we provide. Advocacy programs for adults and their caregivers account for 39% of our direct advocacy work. The ACL is the only source of independent advocacy and representation for adults and children with intellectual developmental disabilities and their families

Advocacy Programs Jan-Oct 2012



Advocacy Jan-Oct 2012



	Jan	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct
Child	45	73	86	92	98	100	120	128	142
Adult	76	87	105	116	128	138	148	150	165

Advocacy Jan 2010-Oct 2012



The demand for advocacy continues to grow year after year. Cuts to K-12 education impact all students but they impact students with disabilities disproportionately. Funding for adult services for people with intellectual/developmental disabilities continues to fall short of meeting people's needs and waitlists for services continue to grow. More people are turning to the ACL for advocacy than ever before.

Special Education Advocacy

Cuts in K-12 education will further impact inclusion and quality education for students with disabilities. We believe parents are their child's best advocates and that providing opportunities to connect with other parents, and gain necessary knowledge and skills is the most effective way to support them in most cases. ACL also provides individual advocacy to parents as they work with schools to create educational plans to support their sons and daughters



Advocacy for Adults

Many people with intellectual/ developmental disabilities and their families have difficulty navigating systems and turn to the ACL for assistance, especially in times of crisis and change. We provide advocacy, support and education to self-advocates, caregivers and professionals to ensure people get the most out of the resources they have. The waitlist for Medicaid waiver services for people with intellectual/developmental disabilities (I/DD) is growing and will continue to do so due to funding shortfalls. Adults on the waitlist who have no family or friends are at greatest risk. We actively support people on the waitlist to build community, access supports and services, receive health care, seek employment and educational opportunities, and reduce reliance on overstretched systems.



The Waitlist

Sheila is 55 and had been living in a tent for two years when we met her. Sheila's Dad was her only caregiver. When he died Sheila's Social Security & Medicaid became inactive because she did not know how to continue her benefits.

With help from an ACL advocate Sheila now has all her benefits back, a safe home, and was found eligible for services from the developmental disability system. She will be on a waitlist for up to ten years and; the ACL will support her to rebuild her life.

Caregiver Assistance

Increasing numbers of older parents and caregivers are struggling to advocate and care for their loved ones due to their own health needs. Some have made no provision for their own, or their son's and daughter's future. ACL provides support and training for parents and caregivers and helps them plan for their loved ones future. We start with young families whose children are still in the school system to encourage and support them to start planning early. We also provide education to parents of adults and we learn so much from their experience which we are then able to pass onto younger families.



Caminando Juntos

Caminando Juntos means walking together. This Longmont based parent support group is fitted to meet the needs of the Hispanic community and culture and provides support and education for parents whose sons and daughters have disabilities. It is open to families of children and adults with disabilities and builds community as well as providing information and support and the group is regularly attended by over 40 families.

Parents are able to bring their children and child care and refreshments are provided. Families also bring food and each group starts with dinner and conversation followed by a presentation or workshop. At the end of each session a raffle is drawn and while the prizes are modest they create a sense of fun and excitement.

Educational topics are based upon ideas and suggestions from group members and in 2012 they included Social Security, Medicaid, special education law, how to measure your child's educational progress, and the Anat Baniel Method (a therapeutic approach which parents can implement at home). As the 2012-2013 school year started, the group took part in a workshop where they created a handbook for their child which contained their child's educational documents, community resources, school district calendars, contacts for school personnel and other useful contacts.

The program also offers scholarships for families to attend conferences and other educational events, and translation services to enable them to fully participate. This program received a grant for \$7,000.00 from the Millennium Trust administered by Community Foundation Serving Boulder County and as a result it has funding to sustain its activities for several years. Additional funding is being sought to expand the program to better serve the Broomfield and Boulder communities.



Adult Education Program

Due the lack of access to continuing education opportunities, the ACL provides classes for people age 18 and older which focus on developing independent living skills, health promotion, citizenship, volunteering, and connecting with others to build relationships. Most classes are designed and run by ACL staff with support from volunteers.



*The Citizenship Class Explores
Volunteering at the Emergency Family
Assistance Association*

*ACL Citizen Volunteers visit Attention
Homes to make cookies for young people
who are homeless or at risk of
homelessness*



*We are prepared! Thanks to
our partners at the Boulder
County Office of Emergency
Management, more people
know what an emergency is
and have an emergency plan*

Self-Advocacy

The Boulder Chapter of Self-Advocates Becoming Empowered (S.A.B.E.) is sponsored by the ACL. The goal of this group of self-advocates is to raise awareness of the contributions people with intellectual/developmental disability make to their communities. S.A.B.E. has a positive impact on the lives of people with disabilities, their families and communities through local and state level advocacy and outreach.



Self-Advocates Becoming Empowered (S.A.B.E.) attend the Speaking for Ourselves Conference at Easter Seals

Information & Referral Services

The ACL is a one stop clearing house for self-advocate and families who are looking for resources. Our advocates know every resource available in the community from public benefits to specialized services and affordable housing, or the best accessible hiking trails and recreation opportunities. We have produced an extensive Resource Guide which is available to all community members and covers not only the resources that are available but also details of how to access them.

Public Policy Advocacy

The ACL is actively involved in public policy advocacy and closely follows changes in the systems within which we advocate so that we stay fully informed about the impact system changes may have on our constituents' lives. Where changes may have a negative impact, we advocate on an individual and system level to minimize that impact. In addition, we keep our membership and the community updated on system changes, and provides information and guidance to empower individuals to appropriately and effectively advocate for themselves. Public policy advocacy occurs at a local, state and federal level, and through our collaboration with people with I/DD, their families, and other advocacy organizations our efforts have an impact on the lives of all Coloradoans.

Grants & Financial Aid

In 2012 the ACL launched the Gift of Community Fund in memory of Erin Jellel Arsenault Collins. These \$500 grants can be used to support innovative ideas for building community and are disbursed in April and October each year. For more information please visit our website www.aclboulder.org

The ACL Direct Aid Fund which was established in 2011 was increased in 2012 partly due to a generous donation by the family of Margaret Wilson, a much loved ACL member and an extraordinary educator of students with intellectual/developmental disabilities. We have been able to provide financial assistance for many self-advocates and families in financial crisis and, unlike most agencies, we can be very responsive in times of crisis and are able to distribute resources immediately. The Fund helps people pay for costs associated with such things as housing, health care services, respite care, transportation and other essential services and supports which the person has no other means of funding.



Volunteer Advocate Program

The ACL Volunteer Advocate program is designed to bring the talents and contributions of people with intellectual/developmental disabilities to the community by connecting self-advocates with fellow community members. Peoples' gifts are often overlooked and they face many barriers when trying to contribute to their community. Together self-advocates and volunteers explore the community, share new experiences, and find opportunities to fully use their personal gifts to better the whole community. This program has a long history at the ACL (see photo right) though it has been silent for several years. As we re-launch the volunteer advocate program we will be actively looking for new volunteers to join our ranks in the New Year.



Training & Community Outreach and Program

The ACL has training and outreach program for raising awareness about inclusion, rights and the contribution made by people with intellectual/developmental disabilities in our community. ACL training and outreach includes presentations for schools, community parent groups, professional development for other agencies and the general public. Presentations are offered in both Spanish and English: Autism 101, Twice Exceptional Children, The Special Education Process, Understanding Your IEP, Advocacy for Parents, From Preschool to Kindergarten—Transitions for Children with Special Needs, and “Ableism” an Equity Issue of Biases About People with Disabilities and Beyond Graduation-transition from school to adult life



The ACL has provided trainings to almost 1,400 people so far in 2012. The trainings cover a wide range of topics including planning for adult life for families of school age children, advocacy, health and nutrition for self-advocates, educational planning in the public schools for professionals, and Autism 101 for Spanish speaking families.

Financial Summary

The total operating budget for 2012 is \$616,840.80 and our projected year end actual expenditure will be in the region of \$559,027.44. ACL funds are being used conservatively in order to carefully pace growth with development. We have maintained our efforts and commitment to existing programs while ensuring that new programs are of high quality, adequately funded, and sustainable before they are launched.

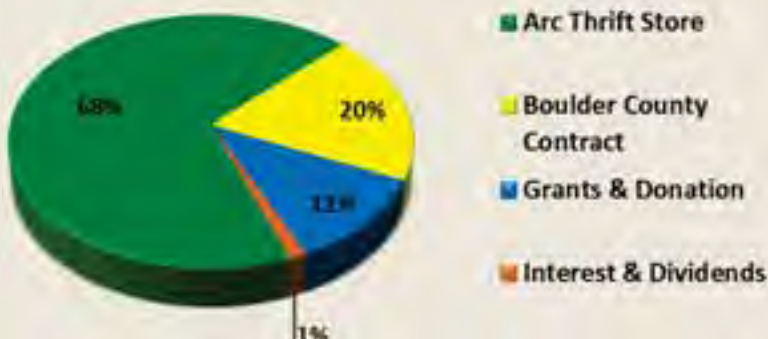
In March 2012, revenue from the *arc Thrift Stores* was increased from \$441,869.00 to \$465,252 annually, an increase of \$23,568.00. The *arc Thrift Stores* continue to support our advocacy not only through funding but also through the direct distribution of goods to the many self-advocates we work with who need basic household items such as beds, kitchen equipment, and clothing.

In July the final \$100,000.00 mortgage remaining on the property in Gunbarrel was paid off. We were able to do this without releasing funds from investment accounts and we save around \$1,400.00 per month in mortgage interest.

Citizens of Boulder County with intellectual/developmental disabilities continue to benefit immensely from funds distributed by Boulder County Commissioners. The Human Services contract ACL submitted for 2012 was approved and this contract constitutes our second largest source of revenue. In 2012 we received \$107,419.00.

Our revenue from grants has exceeded expectations by close to \$7,000.00 by October. We have had good success with our grant applications and we have applied for more grants than in previous years.

Revenues
Actual Jan-Oct 2012



Funds raised by our partners at the arc Thrift Stores constitute the majority of our revenue. Thanks to the success of the arc Thrift Stores, the ACL has seen an increase in funding in the last several years and as a result we are a resilient and sustainable organization.

The ACL continues to direct the majority of its resources to advocacy, outreach and training programs.

Expenses
Actual Jan-Oct 2012



Highlights of 2012

- Boulder County Commissioners approve a \$107,419.00 contract with ACL to provide advocacy and support to the people of Boulder County
- The ACL Board decides to sell the current property with a view to relocating to a more visible and accessible location. We also paid off the mortgage!
- ACL and our partner Arc's advocate at the legislative level. Home Care Allowance is saved, victims of crimes who have intellectual/developmental disabilities are accorded the same protections as minors when giving testimony, risk of medical debt lessens as the law now requires hospitals to provide information about medical charity and other programs for patients with low incomes
- ACL hires Eugenia Brady, our first bi-lingual advocate and outreach specialist. Spanish speaking families are now receiving the advocacy and education they desperately need
- Caminando Juntos (Walking Together) program is launched in Longmont. More than 40 Spanish speaking families attend this monthly education and support group
- Grant funding has exceeded expectations in 2012. A \$7,000 grant from the Boulder Community Foundations Millennium Fund provides funding to sustain and expand Caminando Juntos for several years into the future
- ACL continues to be a vital source of support and advocacy for people on the waitlist for Home and Community Based Services. For a growing number of adults without family support, this program is a life saver
- An increase in *arc Thrift Stores* funding allows the ACL to hire Vince Luke. His focus is advocacy for adults receiving Home and Community Based Services (HCBS) and adults on the autism spectrum who are not eligible for HCBS
- K-12 Diversity & Awareness workshop program launched with sessions provided to several elementary classes
- Roll-Call Briefing program to educate law enforcement and emergency responders about working with people with disability launches as a collaborative effort between ACL and Autism Society of Boulder
- Beyond Graduation conference and workshops enter their third year in partnership with Boulder Valley School District and Family Link
- The youth self-advocacy group run as a collaboration between ACL, BVSD& CPWD morphs into the Youth Special Education Advisory Council (SEAC) and the group now has a voice as an official sub-committee of BVSD SEAC
- Victim Assistance program launched to educate Victim Assistance workers about victimization and abuse of people with disabilities and strategies to support people with disabilities who are victims of crimes
- ACL becomes a member of the Boulder County Victim Assistance provider network
- Special Education 101 and Conflict Management workshops continue to educate parents about advocating within the special education arena
- Self-Advocates Becoming Empowered (SABE) go to the State Capital on Developmental Disability Awareness Day, hold a Get Out & Vote BBQ (Brandon Shaffer attended), and host the statewide SABE retreat
- ACL adult education program includes a health & wellness series, therapeutic gardening group, and a community based citizenship class with opportunities to learn about our community and the rights & responsibilities of being a citizen
- The Bolder Boulder running club was out in force again and everyone finished the race thanks to months of training on the trails of Boulder County
- ACL continues to partner with BVSD, CORE labor Source, Boulder Community Hospital, and the Division for Vocational Rehabilitation (DVR) in Project Search, an innovative employment emersion program for young people with disabilities age 19-21
- ACL is one of the sponsors of the first Arc Film Festival held at the Denver Film Center and hosted by The Arc of Colorado. Look out for the 2013 Film Festival!

ACL Board of Trustees

RICHARD ALBER

(1st VP)
ralber@aclboulder.org
Term Exp: 12/31/2012

DONALD MESKIMAN

dmeskiman@aclboulder.org
Term Exp: 12/31/2012

CYNDA COLLINS ARSENAULT

(Secretary)
carsenault@aclboulder.org
Term Exp. 12/31/2014

JANE RUSSELL MILLER

jmiller@aclboulder.org
Term Exp: 12/31/2013

CAROL CREECH

(Nominating Committee Chair)
ccreech@aclboulder.org
Term Exp. 12/31/2014

LORRI PARK

(Treasurer)
lpark@aclboulder.org
Term Exp: 12/31/2012

COLLEEN FITZGERALD

(Past President)
cfitzgerald@aclboulder.org
Term Exp: 12/31/2012

KATE VEEDER

(President)
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Term Exp: 12/31/2013

ANGELIQUE LAYTON

alayton@aclboulder.org
Term Exp: 12/31/2014

MARIANNE NICK

mnick@aclboulder.org
Term Exp: 12/31/2014

DAN MCCARTHY

(2nd VP)
dmccarthy@aclboulder.org
Term Exp: 12/31/2012

Partners

arc Thrift Stores
Safe House Progressive
Alliance for Non-Violence
Parenting Place
Community Action Programs
(PAC)/Boulder County
St. Vrain Latino Coalition
Healthy Youth Alliance of
Boulder
Boulder Shares
El Grupo Vida
Colorado Statewide Parent
Coalition
BVSD Parent Engagement
Network (PEN)
Imagine Behavioral Health
Services
Autism Society of Boulder
County
Broomfield Community
Network
Boulder County Head Start
Parents Involved in
Education
Friends of Broomfield
Rocky Mountain Center for
Autism
Boulder Psychological
Services
YMCA Longmont
Healthy Learning Paths
Via Transportation Services
Boulder Valley School
District
St Vrain Valley School
District
Imagine!
Center for People with
Disabilities
Boulder County Post
Adoptive Services
Voices for Children
Arc of Adams County

Arc of Jefferson, Clear Creek
and Gilpin Counties
Arc of Pikes Peak
ADVOCACY DENVER
Arc of Aurora
Arc of Weld County
Arc of Larimer County
Arc of Pueblo
Arc of Mesa County
Arc or Arapahoe& Douglas
Counties
Arc of Colorado
The Arc of The United States
The Legal Center for Older
People and People with
Disabilities
Adult Case Management Inc.
Imagine!
CORE/Labor Source
Innovations
Longmont Housing
Authority
Our Center
Workforce Boulder County
Boulder County Department
of Housing and Human
Services
Friends of Man
A.V.Hunter trust
Colorado Fund for People
with Disabilities
Dental Aid
Boulder County Courts
Salud Clinic
People's Clinic
Clinica Campesina
Major Medical
Boulder Social Security
Administration
Division for Vocational
Rehabilitation
Community Link

Growing Gardens
C.U. Boulder Naropa
University
Hospice of Broomfield
Boulder Community Hospital
Boulder County Aids Project
Boulder County Partners
Lyons Middle/High School
Catalyst High School
Calming Kids Foundation
The Joshua School
Firefly Autism Center
Dahn Foundation
Sprouts Grocery Store
Moes Bagels
Attention Homes
Starbucks
First Evangelical Lutheran
Church
Employment Link
Family Link
Easter Seals
Sheila Goetz & Associates
Mountain States Employers
Council
The Colorado Non-Profit
Association
The Millennium Trust
The Collins Foundation
Community Foundation of
Northern Colorado
Virginia Hill Foundation
April Fund
Daniels Fund
Broomfield Community
Foundation
Denver Foundation
May & Stanley Smith
Foundation
The City of Longmont

SUBJECT: RESOLUTION NO. 32, SERIES 2013 – A RESOLUTION
DESIGNATING THE LACKNER TAVERN LOCATED AT 1006
PINE STREET A HISTORIC – *Staff requests continuance to
08/06/13*

DATE: JULY 16, 2013

PRESENTED BY: SCOTT ROBINSON, PLANNING AND BUILDING SAFETY
DEPARTMENT

SUMMARY:

Case #2013-007-LA is a request to landmark a historic commercial structure located at 1006 Pine Street (Lots 1-3, less W 1/2 lot 2 & less W 1/2 of N 20 FT lot 3 blk C, Louisville) currently operated as Casa Alegre. The structure was built around 1904. The applicant and owner is the Levy Villa. Staff is recommending a continuance of this item to the September 3, 2013 City Council meeting to allow Council to consider a grant request at the same time.

Section 15.36.060 of the Louisville Municipal Code requires City Council to hold a public hearing on a landmark application within 45 days of the referral from the Historic Preservation Commission (HPC). The HPC recommended approval on June 17. Once the public hearing has been opened, it may be continued with the applicant's consent.

RECOMMENDATION:

Staff recommends Council open the public hearing and continue it to August 6, 2013.

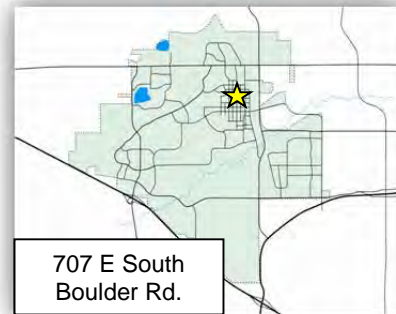
SUBJECT: **ORDINANCE NO. 1635, SERIES 2013 – AN ORDINANCE
APPROVING THE VACATION OF AN EXISTING 25 FOOT
SEWER AND WATER EASEMENT LOCATED WITHIN TRACT I,
LOUISVILLE NORTH 7TH FILING WITHIN THE CITY OF
LOUISVILLE – 2nd Reading Public Hearing (Advertised *Daily
Camera* 07/07/13)**

DATE: **JULY 16, 2013**

PRESENTED BY: **GAVIN MCMILLAN, AICP, PLANNING AND BUILDING SAFETY
DEPARTMENT**

SUMMARY:

On July 2, 2013, City Council approved a final planned unit development (PUD), final plat, and special review use (SRU), to redevelop the former Safeway site located at 707 East South Boulder Road. The final plat of the property dedicated new easements to the City which provide access to the gathering spaces and the planned utilities on the site. The final plat also proposed vacating an existing 25 foot sewer and water easement. City Staff has determined this easement is no longer needed as the newly dedicated easements provide sufficient access to the utilities on site. The formal vacation of this easement requires two readings of an ordinance by City Council. The first reading of Ordinance No. 1635, Series 2013 took place at City Council's July 2nd meeting.



FISCAL IMPACT:

There is no measurable fiscal impact to the City of Louisville associated with the proposed easement vacation. The final plat dedicates new easements to the City which provide access to the planned utilities on the site.

RECOMMENDATION:

Staff recommends City Council conduct a public hearing and approve ordinance No. 1635, Series 2013, an ordinance approving the vacation of an existing 25 foot sewer and water easement located within Tract I, Louisville North 7th Filing within the City of Louisville, on second and final reading.

ATTACHMENTS:

1. Ordinance No. 1635, Series 2013

**ORDINANCE NO. 1635
SERIES 2013**

**AN ORDINANCE APPROVING THE VACATION OF AN EXISTING 25 FOOT SEWER
AND WATER EASEMENT LOCATED WITHIN TRACT I, LOUISVILLE NORTH 7TH
FILING WITHIN THE CITY OF LOUISVILLE**

WHEREAS, by the Louisville North 7th Filing Subdivision Plat recorded in the Office of the Boulder County Clerk and Recorder on August 16, 1978 at Plan File P-7, F-2, #25, Film 1034, there was dedicated a 25 foot sewer and water easement over Tract I, Louisville North 7th Filing, in the City of Louisville, County of Boulder, State of Colorado ("Tract I"); and

WHEREAS, the purpose of such easement was to provide access for the City of Louisville to install and maintain sewer and water lines within said easement for services to Tract I; and

WHEREAS, in connection with the redevelopment of Tract I under the Louisville North 7th Filing Replat A, there will be dedicated a new 30 foot utility easement to replace the 25 foot sewer and water easement and therefore application has been made to the City for vacation of the 25 foot sewer and water easement within Tract I; and

WHEREAS, the City of Louisville Public Works Department has determined that given the dedication of a replacement easement, the 25 foot sewer and water easement dedicated under the Louisville North 7th Filing Subdivision Plat is no longer necessary for maintenance of any City utilities; and

WHEREAS, the City Council finds and determines that the 25 foot sewer and water easement for which vacation is requested is no longer used, held or needed for any utility, park, public or governmental purpose; and

WHEREAS, the City Council desires to approve the application and vacate any interest of the City in the 25 sewer and water easement over Tract I for which vacation is requested;

**NOW, THEREFORE, BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY
OF LOUISVILLE, COLORADO:**

Section 1. The City hereby vacates the City's interests in that certain 25 sewer and water easement over Tract I, Louisville North 7th Filing, dedicated to the City by said Louisville North 7th Filing Subdivision Plat recorded in the Office of the Boulder County Clerk and Recorder on August 16, 1978 at Plan File P-7, F-2, #25, Film 1034, and which vacated easement is depicted in Exhibit A, attached hereto and incorporated herein by reference. Title to the vacated easement shall vest in the manner provided by law.

Section 2. No other easements for public utilities shall be deemed altered or amended by virtue of this ordinance. The City retains ownership of all City sewer and water lines located within the easement herein vacated.

Section 3. The Mayor, City Manager and City Clerk are hereby authorized to execute such additional documents as may be necessary or appropriate to evidence the vacation of the 25 foot sewer and water easement herein vacated, including but not limited to execution of quit claim deeds.

Section 4. The vacation herein approved shall be effective upon recording of the Louisville North 7th Filing Replat A subdivision plat provided said ordinance has been previously published in the manner required by the City Charter.

INTRODUCED, READ, PASSED ON FIRST READING, AND ORDERED PUBLISHED this ____ day of _____, 2013.

Robert P. Muckle, Mayor

ATTEST:

Nancy Varra, City Clerk

APPROVED AS TO FORM:

Light, Kelly & Dawes, P.C.
City Attorney

PASSED AND ADOPTED ON SECOND AND FINAL READING, this ____ day of _____, 2013.

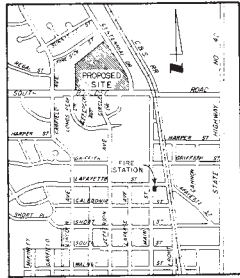
Robert P. Muckle, Mayor

ATTEST:

Nancy Varra, City Clerk

LOUISVILLE NORTH 7TH FILING

Exhibit A



VICINITY MAP
SCALE: 1" = 100'

SURVEYOR'S CERTIFICATE:

I, KEITH L. BELL, A DULY REGISTERED LAND SURVEYOR IN THE STATE OF COLORADO, DO HEREBY CERTIFY THAT THIS PLAT OF LOUISVILLE NORTH — 7TH FILING TRULY AND CORRECTLY REPRESENTS THE RESULTS OF A SURVEY MADE BY ME OR UNDER MY DIRECT SUPERVISION AND IS IN COMPLIANCE WITH COLORADO REVISED STATUTES, CHAPTER 136, ARTICLE 2, (1963, AS AMENDED 1967).

Keith L. Bell
COLO. REG. NO. 12970

PLANNING COMMISSION CERTIFICATE:

THIS IS TO CERTIFY THAT THE CITY OF LOUISVILLE, COLORADO, BY MOTION OF ITS PLANNING COMMISSION DID ON THE 11th DAY OF APRIL, 1978, ADOPT AND APPROVE THE WITHIN PLAT AND ACCEPT THE DEDICATIONS HEREON MADE.

Engene A. McGuire
CHAIRMAN

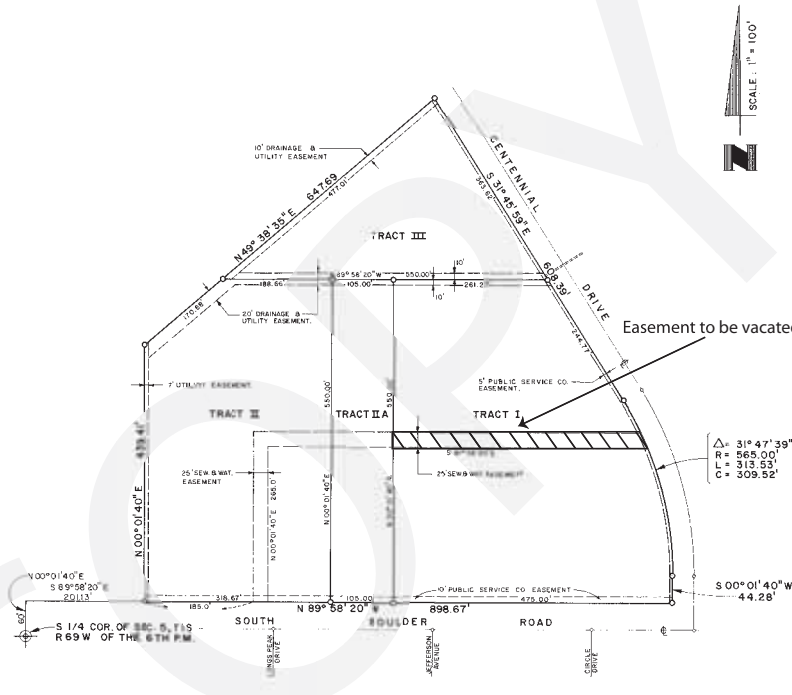
ATTEST:
Robert Connor
SECRETARY

CITY COUNCIL'S CERTIFICATE:

THIS IS TO CERTIFY THAT THE CITY OF LOUISVILLE, COLORADO, BY MOTION OF ITS CITY COUNCIL DID ON THE 21st DAY OF MAY, 1978, ADOPT AND APPROVE THE WITHIN PLAT AND ACCEPT THE DEDICATIONS HEREON MADE.

John P. Hadden
MAYOR

ATTEST:
Thomas D. Stahl
CITY CLERK



NOTE: UTILITY EASEMENTS MAY BE USED FOR INSTALLATION OF WATER MAINS, SEWER MAINS, POWER LINES / BURIED CABLE, TELEPHONE LINES / BURIED CABLE.

Clerk and Recorder's Certificate:

State of Colorado) ss
County of Boulder)

I hereby certify this P.U.D. plan was filed in my office at

10:40'clock P.M. on the 16 day of Aug. 1978, and is duly recorded in plan file 27-F-2A1025

Fees paid 10.00

Charlotte Houston
Recorder
By: *Carol Smith*
Deputy

DEDICATION:

KNOW ALL MEN BY THESE PRESENTS: THAT SAFEWAY STORES INCORPORATED, A MARYLAND CORPORATION, L.L.G., A LIMITED PARTNERSHIP, WILLIAM V. ASPINWALL, GENERAL PARTNER, AND DWIGHT L. SULLIVAN, ARE THE OWNERS OF THAT REAL PROPERTY DESCRIBED AS:

TRACT C, LOUISVILLE NORTH - FILING NO. 1, CITY OF LOUISVILLE, COUNTY OF BOULDER, STATE OF COLORADO, SAID PLAT BEING RECORDED IN PLAN FILE P-4, F-2, NO. 32 & 33, ON JUNE 13, 1973.

METES AND BOUNDS DESCRIPTION (FOR REFERENCE ONLY)

COMMENCING AT THE SOUTH QUARTER CORNER OF SECTION 5, T1S, R69W OF THE 6TH P.M.; THENCE N 00° 01' 40" E, 60.00'; THENCE S 89° 58' 20" E, 201.13' TO THE TRUE POINT OF BEGINNING; THENCE N 00° 01' 40" E, 439.41'; THENCE N 49° 38' 35" E, 647.69'; THENCE S 31° 45' 59" E, 608.39'; THENCE SOUTHERLY 313.53' ALONG THE ARC OF A CURVE TO THE RIGHT, HAVING A RADIUS OF 565.00' AND A CENTRAL ANGLE OF 31° 47' 39", AND A CHORD WHICH BEARS S 18° 52' 10" E, 309.52'; THENCE S 00° 01' 40" W, 44.28'; THENCE N 89° 58' 20" W, 898.67' FEET TO THE TRUE POINT OF BEGINNING. SAID TRACT OF LAND CONTAINS 12.25 ACRES MORE OR LESS.

THE OWNERS DO HEREBY CAUSE SAID REAL PROPERTY TO BE PLATTED AS LOUISVILLE NORTH 7TH FILING, A PLAT OF TRACT C, LOUISVILLE NORTH FILING NO. 1, CITY OF LOUISVILLE, AND BY THESE PRESENTS DO HEREBY DEDICATE THOSE PORTIONS OF SAID REAL PROPERTY WHICH ARE INDICATED AS EASEMENTS FOR THE PURPOSE SHOWN HEREON. THE OWNERS FURTHER ACCEPT THE RESPONSIBILITY FOR INSTALLATION OF SEWER MAINS, WATER MAINS AND DRAINAGE FACILITIES TO SERVE THE DESCRIBED AREA IN ACCORDANCE WITH CITY REGULATIONS.

IN WITNESS WHEREOF, SAFEWAY STORES, INCORPORATED, A MARYLAND CORPORATION, L.L.G., A LIMITED PARTNERSHIP, WILLIAM V. ASPINWALL, GENERAL PARTNER, AND DWIGHT L. SULLIVAN, HERETOBY SUBSCRIBED THIS 27th DAY OF June, A.D. 1978.

BY: *William V. Aspinwall*
ASST. VICE PRESIDENT
SAFEWAY STORES INCORPORATED
ATTEST: *Richard H. Castella*
ASST. SECRETARY

STATE OF *Calif.*) ss
COUNTY OF *Blanca*)

THE FOREGOING INSTRUMENT WAS ACKNOWLEDGED BEFORE ME THIS 23rd DAY OF June, A.D. 1978 BY *Patrick S. Torman* ASST. VICE PRESIDENT AND *Richard H. Castella* ASST. SECRETARY

OF SAFEWAY STORES, INCORPORATED, A MARYLAND CORPORATION

WITNESS MY HAND AND OFFICIAL SEAL
MY COMMISSION EXPIRES May 24, 1982

Janette E. Wood
NOTARY PUBLIC

BY: *William V. Aspinwall*
WILLIAM V. ASPINWALL,
GENERAL PARTNER, L.L.G.

BY: *Dwight L. Sullivan*
DWIGHT L. SULLIVAN

STATE OF COLORADO) ss
COUNTY OF BOULDER)

THE FOREGOING INSTRUMENT WAS ACKNOWLEDGED BEFORE ME THIS 27th DAY OF June, A.D. 1978, BY WILLIAM V. ASPINWALL, A GENERAL PARTNER OF L.L.G., A LIMITED PARTNERSHIP, AND DWIGHT L. SULLIVAN. WITNESS MY HAND AND OFFICIAL SEAL.

MY COMMISSION EXPIRES *May 24, 1982*
Janette E. Wood
NOTARY PUBLIC

LOUISVILLE NORTH 7TH FILING

**SUBJECT: RESOLUTION NO. 38, SERIES 2013 - A RESOLUTION
APPROVING THE PROPERTY TAX INCREMENT REBATE
AGREEMENT PURSUANT TO THE INTERGOVERNMENTAL
AGREEMENT BETWEEN THE LOUISVILLE REVITALIZATION
COMMISSION AND THE CITY OF LOUISVILLE**

DATE: JULY 16, 2013

PRESENTED BY: AARON M. DEJONG, ECONOMIC DEVELOPMENT

SUMMARY:

Tract One, LLC, owned by Loftus Development Inc., has submitted an application for assistance from the Louisville Revitalization Commission (LRC). The LRC has approved the attached Property Tax Increment Rebate Agreement with Tract One, LLC., but is subject to approval by the Louisville City Council as outlined in the Amended and Restated Cooperation Agreement between the LRC and City Council dated April 5, 2011.

BACKGROUND:

Tract One, LLC proposes to remove the existing vacant Safeway building and redevelop the site with two buildings consisting of 36,000 square feet of retail space including a community room, and three buildings consisting of 111 apartment units with 156 underground parking spaces. Tract One, LLC intends to occupy the larger retail building with a 27,800 square foot Alfalfa's grocery store which will include a 1,000 square foot community room. Estimated total private development costs for Tract One, LLC are \$31,000,000.

Tract One, LLC requests LRC assistance to construct the necessary public infrastructure improvements that provide benefits to neighboring properties and residents. Generally, improvements to the sanitary and storm sewer infrastructure, added water infrastructure, Right-of-Way concrete work, masonry, and street light poles. A more detailed description of infrastructure work is Exhibit A of the Property Tax Increment Rebate Agreement. The engineer's cost estimate for these infrastructure improvements is approximately \$350,000.

The assistance requested is for public infrastructure needed to facilitate the redevelopment project as such infrastructure is a barrier to this in-fill redevelopment. Funding would not go directly towards expenditures which only benefit the Loftus project.

The LRC reviewed the application for assistance at its June 10, 2013 meeting. The LRC reviewed the application to determine whether it furthers the following three goals:

Removing Blight Factors

The 2005 Louisville Highway 42 Revitalization Area Conditions survey identified properties that contributed to the blight conditions that were present in the area. Those blight conditions are as follows:

- a. Deteriorating Structures
- b. Faulty Street Layout
- c. Faulty Lots
- d. Unsanitary/unsafe Conditions
- e. Deteriorating Site or other improvements
- f. Unusual Topography or Inadequate Public Improvements
- h. Danger to Life or Property from Fire or Other Causes
- k.5 High Service Requirements or Site Underutilization

The 2005 Conditions Survey did not identify the former Safeway parcel as contributing to any of the identified blight factors. However in 2009, the Safeway store closed and has remained vacant. The 1970's big box format has fallen out of favor with retailers and the current site is underutilized. This changing status of the property makes this property contribute to the following blight conditions;

- a. Deteriorating Structures
- e. Deteriorating Site or other improvements
- k.5 High Service Requirements or Site Underutilization

The LRC agreed with the staff interpretation that this project furthers the goal of removing blight conditions.

Effect of Project on Property Values

The project when completed will have significant positive impact on property value. The following are the assumptions for valuing the property after the Loftus project is completed:

	<u>Value per unit</u>	<u>Total Value</u>
Per unit value of apartments:	\$140,000	\$15,540,000
Per square foot value of commercial:	\$120	<u>\$4,044,000</u>
		\$19,584,000

The total annual TIF generated from this project at full buildout would be \$193,500 in 2016. This is a significant increase to the revenues for the Urban Renewal District and is worthy of due consideration for assistance from the LRC.

The LRC agreed with the staff interpretation that this project furthers the goal of increasing property values.

Advancement of the Urban Renewal Area

This property is the anchor property of the Village Square Plaza and one of the City's major vacant buildings. The proposed redevelopment is consistent with the general concepts for the URA. The Loftus redevelopment would be the first redevelopment along South Boulder Road. The success of the redevelopment will increase the potential for adjoining property to reinvest and position them for future success. The new retail businesses to occupy the site will generate new tax revenue for the City.

The LRC agreed with the staff interpretation that this project furthers the goal of advancing the Urban Renewal Area.

The LRC gave staff direction to prepare an agreement with Tract One, LLC, the development entity controlled by Loftus Developments, for \$380,000. The increase from the engineer's estimate to \$380,000 is to cover for potential cost overruns and provide additional funding to account for the time difference between Tract One, LLC incurring the costs for the infrastructure improvements and receipt of the funds.

DISCUSSION:

The following are the main components of the Property Tax Increment Rebate Agreement with Tract One, LLC for the Village Square Mixed-Use Redevelopment project:

- The financial assistance is for infrastructure improvements including sanitary and storm sewer infrastructure, added water infrastructure, Right-of-Way concrete work, masonry, and street light poles. Tract One, LLC will construct the improvements with their own funds.
- The amount of assistance will be paid out of Tax Increment Revenues received from the property above the January 1, 2013 assessed valuation of the property (\$507,500). Total assistance is capped at \$380,000. The maximum amounts to be paid for certain budget years are;

<u>Budget Year</u>	<u>Payment</u>
2015	\$125,000
2016	\$125,000
2017	\$130,000
2018 – 2033	50% of all Pledged Revenue generated from the Property.

- The Agreement will terminate if by December 31, 2014, Tract One, LLC has not completed the project.
- The LRC's obligations to this Agreement are subordinate to the 2011 Cooperation Agreement, the Tri-Party Agreement, South Street Gateway Agreement and payment of LRC Operating Expenses.

After full redevelopment of the property, staff estimates that taxable valuation will increase \$2,300,000 above the January 1, 2013 valuation. This will generate \$193,000 annually in new tax increment revenue at current property tax rates. Staff estimates the redeveloped property will contribute \$68,000 annually for the superior (not subordinate) LRC obligations. This would leave \$125,000 per year available to rebate under this agreement.

The LRC approved the Agreement on July 8, 2013, subject to approval by the City Council. Any LRC financial obligation not approved in the current budget must seek approval by the Louisville City Council in accordance with Section 5 of the Amended and Restated Cooperation Agreement dated April 5, 2011.

The City Council must determine that the City's interests in connection with such bonds or other obligations are adequately protected. Since the LRC is a separate governmental agency, its obligations are not an obligation of the City of Louisville unless expressly stated. Thus, approving this agreement would not create an obligation of the City of Louisville.

RECOMMENDATION:

Staff recommends approving the attached Resolution approving the Property Tax Increment Rebate Agreement for Tract One, LLC.

ATTACHMENTS:

1. Resolution approving the Property Tax Increment Rebate Agreement
2. Property Tax Increment Rebate Agreement for Tract One, LLC.
3. Engineer's Cost Estimate
4. Site Plan
5. Staff Presentation

**RESOLUTION NO. 38
SERIES 2013**

**A RESOLUTION APPROVING THE PROPERTY TAX INCREMENT REBATE
AGREEMENT PURSUANT TO THE INTERGOVERNMENTAL AGREEMENT
BETWEEN THE LOUISVILLE REVITALIZATION COMMISSION AND THE
CITY OF LOUISVILLE**

WHEREAS, the Louisville Revitalization Commission (LRC) is charged with addressing issues contributing to blight within the Urban Renewal Area; and

WHEREAS, Tract One, LLC has requested assistance from the LRC to improve the infrastructure within the Highway 42 Revitalization Area; and

WHEREAS, improving the infrastructure within the area will encourage property owners within the area to redevelop their properties; and

WHEREAS, a Property Tax Increment Rebate Agreement, attached hereto, has been developed to outline certain financial terms regarding financial assistance in financing new infrastructure ; and

WHEREAS, in accordance with the Amended and Restated Cooperation Agreement dated April 5, 2011, prior to issuing bonds or any other capital financial obligations or financial obligations extending beyond the end of the current fiscal year of the LRC, the LRC shall notify the City Council in writing of its intention to do so, and shall promptly furnish to the City Council such information and documents relating to such bonds or other capital or long-term financial obligations as the City Council may request. The LRC shall not commit to or proceed with any such bonds or other capital or long-term financial obligations unless a majority of the City Council has adopted a resolution determining that the City's interests in connection with such bonds or other obligations are adequately protected.

**NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF
THE CITY OF LOUISVILLE, COLORADO THAT:**

Section 1. The City Council hereby approves the LRC proceeding with the Property Tax Increment Rebate Agreement with Tract One, LLC.

Section 2. The financial assistance contemplated within the Property Tax Increment Rebate Agreement is not to be an obligation of the City of Louisville.

ADOPTED this 16th day of July, 2013.

ATTEST:

Robert P. Muckle
Mayor

Nancy Varra
City Clerk

PROPERTY TAX INCREMENT REBATE AGREEMENT

This Property Tax Increment Rebate Agreement (this "Rebate Agreement") is made as of _____, 2013, by and between the LOUISVILLE REVITALIZATION COMMISSION (the "LRC") and TRACT ONE, LLC, a limited liability company in the State of Colorado (the "Developer") (The LRC and Developer are collectively the "Parties").

RECITALS

A. The LRC is a public body corporate and politic authorized to transact business and exercise its powers as an urban renewal authority under and pursuant to the Colorado Urban Renewal Law, Part 1 of Article 25 of Title 31, C.R.S. (the "Act").

B. The Developer is the owner of certain real property legally described as follows: All of Tract I, Louisville North 7th Filing, as recorded at Plan File P-7, F-2, #25, Film 1034 recorded August 16, 1978 of the records of Boulder County, and which property is addressed as 707 E South Boulder Road, Louisville, CO (the "Property").

C. The Developer proposes to redevelop the Property as a mixed-use development to include the construction of three buildings, one of which will contain a total of 111 apartment units in three separate towers over structured parking, and two (2) of which will contain 36,000 square feet of retail development (the "Project"), to include associated public and private infrastructure improvements (the "Project Improvements"). A more detailed description of the Project Improvements is attached as Exhibit A.

D. The Project is located within the area (the "Plan Area") described in the Highway 42 Revitalization Area Urban Renewal Plan (the "Plan"). Completion of the Project and Project Improvements will remove barriers to development and remediate adverse conditions within the Plan Area, and will be carried out in furtherance of the purposes of the Act and Plan.

E. The LRC finds that entering into this Rebate Agreement will promote the redevelopment of an area within the Plan Area and LRC boundaries and will remediate adverse conditions within the Plan Area in a manner consistent with the Plan, and will provide a mechanism for assisting in the financing of Project Improvements that benefit the City of Louisville (the "City") and its residents.

F. The Plan provides for financing the activities and undertakings of the LRC by means of property tax allocation or tax increment financing ("Property Tax TIF") in accordance with Section 31-25-107(9) of the Act.

G. The LRC previously entered into that certain Amended and Restated Cooperation Agreement dated April 5, 2011 (the "2011 Cooperation Agreement"), which provides that the LRC shall repay to the City Costs and Expenses incurred by the City for the provision of Operating Funds and Support Services for the LRC, as further defined and set forth in the 2011 Cooperation Agreement.

H. The LRC also previously entered into that certain Tri-Party Agreement with the County of Boulder dated December 5, 2006 (the "Tri-Party Agreement") which provides that commencing on January 1, 2015, there shall be paid to the County certain County TIF Revenues, as further defined and set forth in the Tri-Party Agreement.

I. The LRC also previously entered into that certain Cooperation Agreement with the City dated November 5, 2012 (the "South Street Gateway Agreement") which provides that commencing in budget year 2015, the LRC shall pay to the City of Louisville certain Property Tax TIF Revenues, as further defined and set forth in the South Street Gateway Agreement.

J. The LRC also previously executed that certain Term Sheet for the Core Area Infrastructure Project dated May 13, 2013 (the "Core Area Term Sheet"), which provides for the potential future issuance of LRC bonds payable from Property Tax TIF revenues from the Highway 42 Core Project Area as further defined and set forth in the Core Area Term Sheet.

K. The LRC intends that LRC financing assistance for the construction of the Project Improvements be limited to certain Property Tax TIF revenue received by the LRC from the Property (and no other properties in the Plan Area) and available to the LRC after payment of any amounts required to be paid pursuant to the 2011 Cooperation Agreement, the Tri-Party Agreement, the South Street Gateway Agreement, and amounts the LRC may reasonably require for ongoing operating, administrative, consulting and other costs (the "LRC Operating Expenses"), and subordinate to bonds issued pursuant to the Core Area Term Sheet, all in accordance with the terms and conditions set forth herein.

L. The LRC is authorized to enter into this Rebate Agreement pursuant to the Act, including without limitation C.R.S. Section 31-25-105(1)(b), which authorizes an urban renewal authority to enter into agreements to carry out the purposes of the Act.

AGREEMENT

NOW THEREFORE, in consideration of the foregoing and the following terms and conditions, the Parties agree as follows:

1. Construction of Project. In conjunction with the development of the Project, Developer will finance, design and construct the Project and Project Improvements with its own funds.

2. LRC Financial Assistance. Commencing with fiscal year 2015, and in accordance with Section 31-25-107(9)(a)(II) of the Act, the LRC shall deposit within a special fund (the "Special Fund") all property tax revenues received by the LRC as a result of the property tax mill levies imposed upon the valuation of the Property, limited to amounts generated from new valuation above the January 1, 2013 assessed valuation of the Property (\$507,500), and except for such amounts as the LRC may reasonably require for payment of obligations under the 2011 Cooperation Agreement, the Tri-Party Agreement, the South Street Gateway Agreement and payment of LRC Operating Expenses (which shall be limited to the Property's pro-rata share of such expenses (the "Pledged Revenues"). This Rebate Agreement is limited solely to Pledged Revenues from the Property and includes no revenues generated from any other properties in the Plan Area. An illustrative example of the method for calculations is attached as Exhibit B. The Special Fund may be a new or existing fund and the Pledged Revenues may be comingled with other funds, all as shall be determined by the City Finance Director.

a. The Pledged Revenue shall be used to reimburse Developer for costs associated with the Project Improvements, and paid according to the payment schedule set forth below. The Pledged Revenue available for reimbursement of costs associated with Project Improvements shall be transferred from the Special Fund to Developer within sixty (60) days after receipt of such funds by the LRC.

b. Notwithstanding any provisions of this Rebate Agreement to the contrary, the Parties agree:

- (i) That Pledged Revenue payments in the following years shall be limited to no more than the following amounts:

<u>Budget Year</u>	<u>Payment</u>
2015	\$125,000
2016	\$125,000
2017	\$130,000
2018 – 2033	50% of all Pledged Revenue generated from the Property.

- (ii) That the total of all payments made according to this Rebate Agreement is limited to \$380,000 or whatever lesser amount is generated from the Property prior to the time that the Property Tax TIF provision of the Plan is terminated or expires, whichever comes first.

- (iii) That if, in any year, no Property Tax TIF revenue is generated by the Property and received by the LRC, no rebate payments under this Rebate Agreement shall be due to the Developer for that year.
- (iv) That if, in any year, the LRC receives no Property Tax TIF revenues because there is for the Plan Area no increment value in excess of the base value for the Plan Area, no rebate payments under this Rebate Agreement shall be due to the Developer for that year.
- (v) That if, in any year, the LRC receives Property Tax TIF revenues but the amount received is less than the amount necessary to pay all obligations that are on parity with this Rebate Agreement, then the rebate payments made to the Developer under this Rebate Agreement for such year shall be on a pro-rata basis.
- (vi) That the LRC may prepay at any time without penalty any amounts payable under this Rebate Agreement, and may make payment with any source of funds available to the LRC.
- (vii) That the LRC may use for any lawful purpose amounts not required for payments under this Rebate Agreement.

c. The Parties shall each keep, or cause to be kept, proper and current books and accounts in which complete and accurate entries shall be made for costs associated with the Project and amounts paid out from the Special Fund.

3. Entire Agreement. This instrument shall constitute the entire agreement between the LRC and Developer and supersedes any prior agreements between the Parties and their agents or representatives, all of which are merged into and revoked by this Rebate Agreement with respect to its subject matter. Contact information is as follows:

If to Developer:

Tract One, LLC
 Attn: Jim Loftus
 2595 Canyon Blvd. Suite 200
 Boulder, CO 80302
 Phone: 303.938.1329
 jrl@loftusdevelopments.com

If to LRC:

Louisville Revitalization Commission

Attn: Economic Development
749 Main Street
Louisville, CO 80027
303.335.4531
aaron@louisvilleco.gov

4. Termination. This Rebate Agreement shall terminate and become void and of no force or effect upon the LRC if, by December 31, 2014, Developer has not completed the Project Improvements (as evidenced by a successful final inspections for the Project Improvements); or should fail to comply with any City code after proper notice and reasonable opportunity to cure the same. This Rebate Agreement shall automatically terminate upon expiration or termination of the Property Tax TIF provision of the Plan, and upon such expiration or termination, the Parties' obligations hereunder shall terminate, whether or not \$380,000 has been paid to Developer.

5. Subordination. The LRC's obligations pursuant to this Rebate Agreement are subordinate to the LRC's obligations for the repayment of any current bonded indebtedness, to the extent such obligations are in effect as of the date of this Rebate Agreement, and to the LRC's obligations for the repayment of any bonds issued pursuant to the Core Area Term Sheet and, further, are contingent upon the existence of a surplus of Property Tax TIF revenues in excess of the Property Tax TIF revenues necessary to meet such existing or future bonded indebtedness. The LRC shall meet its obligations under this Rebate Agreement only after the LRC has satisfied all other obligations with respect to the use of Property Tax TIF revenues for such existing or future bond repayment purposes. For the purposes of this Rebate Agreement, the terms "bonded indebtedness," "bonds," and similar terms describing the possible forms of indebtedness include all forms of indebtedness incurred by the LRC, including, but not limited to, general obligation bonds, revenue bonds, revenue anticipation notes, tax increment notes, tax increment bonds, and all other forms of contractual indebtedness of whatsoever nature that is in any way secured or collateralized by Property Tax TIF revenues of the LRC as of the date of this Rebate Agreement, including, the 2011 Cooperation Agreement, the Tri-Party Agreement, the South Street Gateway Agreement, and such terms also include any bonds issued pursuant to the Core Area Term Sheet and payment of the Property's pro-rata share of LRC Operating Expenses, to all of which this Rebate Agreement is expressly subordinate. The LRC further shall have the right to issue other bonds that are on parity with or are junior to this Rebate Agreement.

6. Governing Law: Venue. This Rebate Agreement shall be governed and construed in accordance with the laws of the State of Colorado. In the event of a dispute concerning any provision of this Rebate Agreement, the Parties agree that prior to commencing any litigation, they shall first engage in a good faith the services of a mutually acceptable, qualified, and experience mediator, or panel of mediators for the purpose of resolving such dispute. In the event such dispute is not fully resolved by mediation or otherwise within 60 days a request for mediation by either Party, then

either Party may commence legal proceedings regarding the dispute. The venue for any lawsuit concerning this Rebate Agreement shall be in the District Court for Boulder County, Colorado.

7. Legal Challenge; Escrow. The LRC shall have no obligation to make any payment hereunder during the pendency of any legal challenge to this Rebate Agreement. The Parties covenant that neither will initiate any legal challenge to the validity or enforceability of this Rebate Agreement, and the Parties will cooperate in defending the validity or enforceability of this Rebate Agreement against any challenge by any third Party. Any funds appropriated for payment under this Rebate Agreement shall be escrowed in a separate LRC account in the event there is a legal challenge to this Rebate Agreement. In the event performance of any material term of this Rebate Agreement is rendered impossible as the result of any legal challenge, the LRC at its option may terminate this Rebate Agreement, in which case the Parties' obligations hereunder shall terminate; provided, however, that the LRC shall pay to Developer any Pledged Revenues accrued and appropriated for payment under this Rebate Agreement prior to such termination, to the extent permitted by law and any applicable court order.

8. Assignment. This Rebate Agreement is personal to Developer and Developer may not assign any of the obligations, benefits or provisions of the Rebate Agreement in whole or in any part without the expressed written authorization of the LRC. Any purported assignment, transfer, pledge, or encumbrance made without such prior written authorization shall be void.

9. No Joint Venture. Nothing in this Rebate Agreement is intended or shall be construed to create a joint venture between the LRC and Developer and the LRC shall never be liable or responsible for any debt or obligation of Developer.

NEXT PAGE IS THE SIGNATURE PAGE

This Rebate Agreement is enacted this _____ day of _____, 20__.

TRACT ONE, LLC

**LOUISVILLE REVITALIZATION
COMMISSION**

A Colorado Limited Liability Company

By: _____
James R. Loftus

Karl Becker III
Chair

ATTEST:

ATTEST:

Print Name

Alex Gorsevski, Secretary

EXHIBIT A
Description of Project Improvements

Sewer Main Line

- Connection to Existing Sewer Main
- 6" PVC Sanitary Sewer Service (146 lf)
- 48" Sanitary Sewer Manhole

Storm Drain Utilities

- 48" Storm Manhole
- Type 13 Inlet
- 18" RCP Storm Drain Line (630 lf)
- 5' Type R Inlet
- Outlet Structure
- 12" RCP Storm Drain Line (48 lf)
- Connection to existing inlet (2)

Water Main Line

- 6" DIP Fire Hydrant (3)
- 8" PVC Water Main (160 lf)
- Connection to existing Water Main (3)
- 4" DIP Fire Line w/Riser
- 1" Irrigation Water Service
- 2" Domestic Water Service
- 8" PVC Water Main (115 lf)
- Asphalt Removal and Replacement (2984 sf)
- Flowable Fill (150 cy)
- Traffic Control (9 days)
- Ex. Waterservice to ADJ Apartments
- Increase 2" water to 3" water

Cast-In-Place Concrete

- Concrete Sidewalk (3600 sf)
- Retention Pond Concrete Swale (30 lf)
- Retention Pond Concrete Curb (60 lf)

Simulated Masonry

- MSE Retaining walls in Detention Pond (225 sf)

Electrical

- Street Light Poles along Centennial Drive (4)

Exhibit B

Calculations to determine TIF Rebate for a Budget Year

Amounts described are for illustrative purposes only and are not amounts for the property subject to this agreement.

Taxable Value of Parcel for Budget Year (Value as January 1 of the previous Year)	\$200,000.00
Less: Taxable Value of Parcel for Base Year	<u>\$100,000.00</u>
Equals: Taxable Increment	\$100,000.00
Multiplied by Mill Levy (tax per \$1000 of taxable valuation)	85.187
Equals: Property Tax Increment from Property (\$100,000 * 85.187 / 1000)	\$8,518.70
Less: Property's portion of Tri-Party Agreement (Assessed Value of Property / Total Assessed Value of Urban Renewal Area * Total Increment collected * Tri-Party Agreement payment percentage) \$200,000 / \$30,000,000 * \$65,000 * 14.3%	\$61.96
Less: Property's portion of 2011 Cooperation Agreement (Taxable Value of Property / Total Value of Urban Renewal Area * 2011 Cooperation Agreement payment for Budget Year) \$200,000 / \$30,000,000 * \$31,000	\$206.66
Less: Property's Portion of LRC Operating Expenses (Taxable Value of Property / Total Value of Urban Renewal Area * LRC Operating Expenses payment for Budget Year) \$200,000 / \$30,000,000 * \$32,000	<u>\$213.33</u>
	\$8,036.75
Less: Property's Portion of South Street Gateway Commitment <u>For Budget Years 2015-2017:</u> (Property Tax Increment from Property remaining after Tri-Party Agreement, 2011 Cooperation Agreement, and LRC Operating Expenses - Property's pro-rata share of increment to total increment generated within Urban Renewal Area * Amount of LRC obligation in South Street Gateway Commitment for Budget Year)	
<u>For Budget Years 2018 and Beyond:</u> (Property Tax Increment from Property remaining after Tri-Party Agreement, 2011 Cooperation Agreement, and LRC Operating Expenses * percentage in South Street Gateway Agreement) \$8,036.75 * 25%	<u>\$2,009.19</u>
Equals: Total Rebate for Budget Year	\$6,027.56

Village Square - Site Work

Project name	Village Square Site Work 707 Boulder Rd Louisville CO
Estimator	Eddie Castaneda
Job size	225925 sf
Duration	120 Days
Report format	Sorted by 'Location/Group phase/Phase' 'Detail' summary Print sort level notes Paginate

Group	Description	Takeoff Quantity	Total Cost/Unit	Total Amount	Notes
02500.000	UTILITY SERVICES				
	<i>Sewer Main Line</i>				
	Connect to Existing Sewer Main (extra per PUD)	1.00 ls	3,799.39 /ls	3,799	
	6" PVC Sanitary Sewer Service (extra per PUD)	146.00 lf	50.56 /lf	7,382	
	48" Sanitary Sewer Manhole (extra per PUD)	1.00 ea	8,901.43 /ea	8,901	
	<i>Sewer Main Line</i>			20,083	Per the PUD an extra manhole, sewer line and connections have to be added to facilitate the removal of the sanitary sewer water.
	<i>Storm Drain Utilities</i>				
	48" Storm Manhole	1.00 ea	3,843.65 /ea	3,844	
	Type 13 Inlet	1.00 ea	3,492.20 /ea	3,492	
	18" RCP Storm Drain Line	630.00 lf	66.33 /lf	41,788	
	5' Type R Inlet (extra per PUD)	1.00 ea	4,109.26 /ea	4,109	
	Outlet Structure (extra per PUD)	1.00 ea	15,982.66 /ea	15,983	
	12" RCP Storm Drain Line (extra per PUD)	48.00 lf	84.92 /lf	4,076	
	Connect to existing Inlet (extra per PUD)	2.00 ea	6,040.58 /ea	12,081	
	<i>Storm Drain Utilities</i>			85,373	Per the City comments and the PUD the set directly west of the Village Square property is not allowed to accept storm water runoff across its property. This is requiring the Village Square redevelopment project to reroute existing Storm Drain Flows offsite and into South Boulder Road.
	<i>Water Main Line</i>				
	6" DIP Fire Hydrant	3.00 ea	7,138.19 /ea	21,415	
	8" PVC Water Main	160.00 lf	44.83 /lf	7,174	
	Connect to existing Water Main (extra per PUD)	3.00 ea	6,038.91 /ea	18,117	
	4" DIP Fire Line w/Riser (extra per PUD)	1.00 ls	12,002.45 /ls	12,002	
	1" Irrigation Water Service (extra per PUD)	1.00 ls	5,937.16 /ls	5,937	
	2" Domestic Water Service (extra per PUD)	1.00 ls	13,735.53 /ls	13,736	
	8" PVC Water Main (extra per PUD)	115.00 lf	44.83 /lf	5,156	
	Asphalt Removal & Replacement (extra per PUD)	2,984.00 sf	12.43 /sf	37,089	
	Flowable Fill (extra per PUD)	150.00 cy	151.18 /cy	22,677	
	Traffic Control (extra per PUD)	9.00 day	1,946.98 /day	17,523	
	Ex. Waterservice to ADJ Apartments rework (extra per PUD)	1.00 ls	29,300.00 /ls	29,300	
	Additional to increase the 2" water to a 3" per IPC (for Residential building)	1.00 ea	11,870.75 /ea	11,871	
	<i>Water Main Line</i>			201,995	Per the Fire Department and the PUD comments Village Square is being required to install additional Fire Hydrants which has increased the amount of water main line, connects, and repair work to offsite streets.
	UTILITY SERVICES			307,451	

Group	Description	Takeoff Quantity	Total Cost/Unit	Total Amount	Notes
03300.000	CAST-IN-PLACE CONCRETE				
	<i>Concrete in place</i>				
	Concrete Sidewalk	3,600.00 sf	5.15 /sf	18,540	
	Retention Pond Concrete Swale (Extra per PUD)	30.00 lf	11.00 /lf	330	
	Retention Pond Concrete Curb (Extra per PUD)	60.00 lf	11.50 /lf	690	
	<i>Concrete in place</i>			19,560	Per the City requirements an 8' multiuse trail along South Boulder Road is being incorporated into the design of the Village Square Redevelopment to act as a pedestrian and bicycle accessible route for the public. The new 5' sidewalk along Centennial Drive provides this same service
	CAST-IN-PLACE CONCRETE			19,560	
04700.000	SIMULATED MASONRY				
	<i>Retaining Walls</i>				
	MSE Retaining walls in Detention Pond (Extra Per PUD)	225.00 sf	26.12 /sf	5,877	
	<i>Retaining Walls</i>			5,877	Per the City and PUD requirements of rerouted flows and redesign of the storm drain system the detention pond grow in size requiring more retaining walls to be added.
	SIMULATED MASONRY			5,877	
16000.100	ELECTRICAL				
	<i>Complete Electrical</i>				
	Steet Light Poles along Centennial Drive	4.00 ea	5,000.00 /ea	20,000	
	<i>Complete Electrical</i>			20,000	Per PUD comments new street light poles along Centennial Drive are being added for public safety.
	ELECTRICAL			20,000	
	Sitework			352,888	

Estimate Totals

Description	Amount	Totals	Cost per Unit
Labor			
Material			
Subcontract	352,888		1.56 /sf
Equipment			
Other			
	<u>352,888</u>	<u>352,888</u>	<u>1.56 /sf</u>
Total		352,888	1.56 /sf

FINAL P.U.D.

707 SOUTH BOULDER ROAD, LOUISVILLE, COLORADO 80027

LANDSCAPE LEGEND:

- EXISTING TREE
- NEW DECIDUOUS TREE
- NEW EVERGREEN TREE
- NEW SHRUBS
- SITE LIGHT RE: 3/A 3.1
- BICYCLE RACK - 2 BIKES

THE MULHERN GROUP, LTD.
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1730 BLAKE STREET SUITE 430
DENVER, COLORADO 80202
303.287.5334 FAX 303.392.2601

DRAWINGS REPRESENT
DESIGN INTENT
AND ARE PRELIMINARY
IN NATURE. ADJUSTMENTS
MAY BE NECESSARY
DURING THE FINAL
REVIEW PROCESS.

Village Square Mixed-Use Redevelopment Project

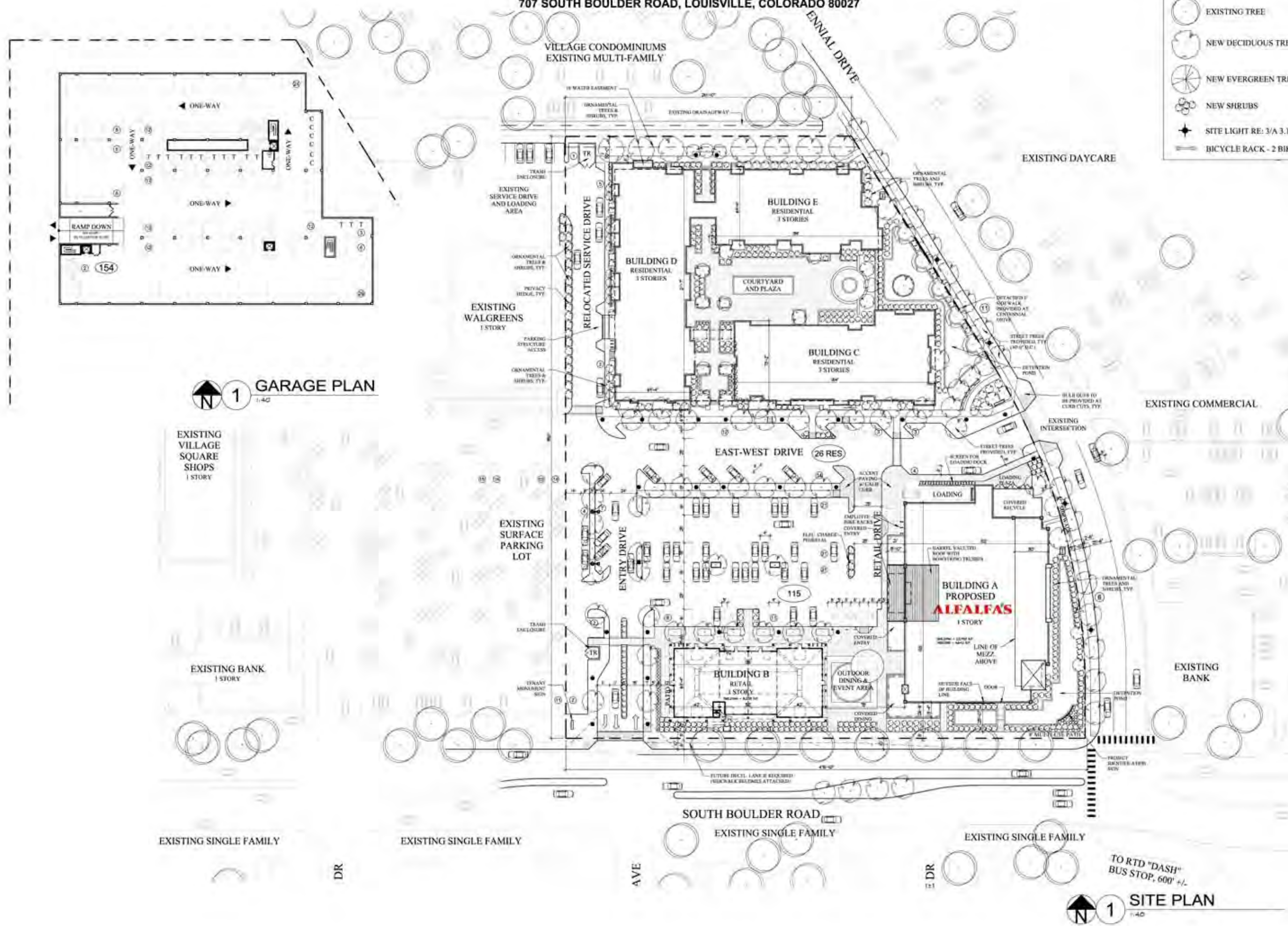
707 SOUTH BOULDER ROAD
LOUISVILLE, COLORADO 80027

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#	DATE	REVISION
1	8/23/2012	FIRST SUBMITTAL
2	10/12/2012	SECOND SUBMITTAL
3	11/04/2012	C.C. REVISION
4	03/18/2013	FINAL P.U.D. SUBMITTAL

PROJECT NUMBER: 12017
DRAWN BY:
CHECKED BY:
DESCRIPTION:
SITE PLAN

A1.1



Tract One, LLC TIF Rebate Agreement

July 16, 2013

Aaron DeJong

Economic Development

Tract One, LLC TIF Rebate Agreement

- Summary of the Project
- Request for Assistance
- LRC Evaluation
- Summary of TIF Agreement

Tract One, LLC TIF Rebate Agreement



- Summary of the Project
 - 36,000 sf of retail space
 - 111 apartments
 - Underground parking
 - \$31,000,000 Total investment



Tract One, LLC TIF Rebate Agreement



- Request for LRC Assistance
 - LRC received application on May 31, 2013
 - Through PUD process, additional infrastructure improvements were required by the City
 - Improvements to sanitary, storm, and water
 - 8' multi use sidewalk along South Boulder Road
 - Masonry for water detention
 - Street lighting on Centennial
 - Engineer's estimate is \$350,000

Tract One, LLC TIF Rebate Agreement



- LRC Application Evaluation
 - Reviewed at June 10, 2013 meeting
 - Three evaluation goals
 - Removal of Blight Factors
 - Not determined blighted in 2005, but has been vacant since 2009.
 - Contributes to deteriorating structures, deteriorating site, and site underutilization criteria
 - Effect of project on Property Values
 - Est. increase of \$19,500,000 to property value
 - Increased property taxes of \$193,500 per year
 - Advancement of Urban Renewal Area

Tract One, LLC TIF Rebate Agreement



- LRC Application Evaluation
 - Effect of project on Property Values
 - Est. increase of \$19,500,000 to property value
 - Increased property taxes of \$193,500 per year
 - Advancement of Urban Renewal Area
 - First redevelopment in area
 - Encourage new retail development
 - Project will increase success of neighboring properties
- LRC gave direction to prepare a TIF Agreement for \$380,000.
(\$350,000 plus \$30,000 for potential cost overruns and delayed repayment)

Tract One, LLC TIF Rebate Agreement



- Summary of TIF Agreement
 - Tract One will construct the improvements
 - TIF Rebate of revenues received from value above January 1, 2013 taxable value (\$507,500)
 - Not to exceed \$380,000
 - Maximum payments per budget year:

<u>Budget Year</u>	<u>Payment</u>
2015	\$125,000
2016	\$125,000
2017	\$130,000
2018 – 2033	50% of all Pledged Revenue generated from the Property.

Tract One, LLC TIF Rebate Agreement



- Summary of TIF Agreement
 - Agreement terminates 12/31/2014 if improvements not complete
 - Agreement is subordinate to prior LRC commitments
 - Cooperation Agreement with City Council
 - Tri-Party Agreement (County payment)
 - South Street Gateway Agreement
 - Core Area Project Bonds
- LRC Approved TIF Agreement on July 8, 2013, but is subject to Council approval.

Tract One, LLC TIF Rebate Agreement



- City Action
 - Cooperation Agreement states City Council must;
 - “adopt a resolution determining that the City’s interests in connection with such bonds or other obligations are adequately protected.”
 - Agreement is not an obligation of the City of Louisville
 - All other agreements with LRC are superior to this LRC obligation

SUBJECT: DISCUSSION/DIRECTION/ACTION CITY SERVICE FACILITY (CSF)

DATE: JULY 16, 2013

**PRESENTED BY: DIANA TRETTIN, CIP MANAGER,
KURT KOWAR, PUBLIC WORKS DIRECTOR**

SUMMARY:

Staff wants to know if City Council is willing to consider acquiring another site on which to construct the City Service Facility (CSF), or if staff should rule out looking for another site as an option and concentrate only on reconstructing the CSF at the existing site on Empire Road.

Background.

The CSF is home base for numerous City staff from the Public Works and Parks and Recreation departments. The current facility is old, undersized and creates some safety risks. To address this problem, in 2012 City staff worked with Hartronft Associates and staff from the Public Works and Parks and Recreation Departments to analyze design alternatives and how best to address building lifetime issues, energy savings, workflow, traffic engineering issues, equipment storage, storm drainage and water quality, and flood plain concerns.

Through this effort, staff and Hartronft developed a conceptual site layout and plan to construct new buildings for Public Works and Parks administrative and shop functions and vehicle maintenance & storage. This concept would involve removing the existing City Service Center buildings on the site and re-grading the entire site to accommodate two new shops and office buildings, as well as new structures for vehicle and materials storage. The existing wastewater treatment plant (WWTP) facilities would be integrated into the site plan

On January 8, 2013, Council approved staff's recommendation to proceed with the concept plan and award a Design and Engineering Services contract to RNL Design, Inc. (RNL) to provide the design and engineering services needed to develop the concept plan into plans, specifications, cost estimates and a multi-phase construction phasing plan for the project.

Following a week long charrette with City staff, RNL developed a facility layout to fit the existing site. They accomplished this by assuming some land from the adjacent Waste Water Treatment Plant (WWTP) would be available for the project. Although using adjacent WWTP land would help, the proposed facility layout nevertheless illustrates the challenges of trying to create a functional facility of this size and scope on such a small and irregularly shaped site.

To ensure due diligence and the best possible outcome, City staff, including the CIP Manager, Public Works Director, Parks and Recreation Director and staff from the facility, attended site visits to comparable facilities in the Denver area. These visits led all staff involved to conclude that before finalizing the design for the existing site, we should further explore relocating the CSF to a larger, less encumbered site that would allow better circulation of equipment and staff and create a safer, more efficient and effective working environment. The CSF is the base of operations for dozens of staff and in some cases their only work space. It must provide adequate space for numerous large vehicles to maneuver, be loaded, worked on and stored. It must also provide efficient access to hundreds of pieces of maintenance and construction equipment, thousands of spare parts and large volumes of materials. The perception shared among staff is that since the CSF will likely serve as home base for the next 30 to 50 years, and perhaps longer, "We better do it right".

For these reasons, staff started to explore other sites in Louisville that might work better than the existing CSF location. Suitable property that is large enough is currently very limited. We know of one site currently for sale in the Colorado Technology Center (CTC) that might be feasible. There may be other suitable sites, but before spending time and resources exploring that possibility, staff wants to know if the City Council is willing to consider acquiring another site on which to construct the CSF, or if staff should rule out looking for another site as an option and concentrate only on reconstructing the CSF at the existing site on Empire Road. Staff's evaluation of the pros and cons of these different options are illustrated in the attached presentation materials and summarized below.

Staying at Empire Road site:

- + City already owns property; project is fully funded and can proceed now
- + Maintains City operations in current location
- The site is constrained in many ways (5.4 acres of useable space); this creates safety risks, reduces ongoing operating efficiency and limits future flexibility.
- New construction and staging will dramatically reduce operational area and efficiency and will significantly reduce staff efficiency for at least one year
- ? Anticipated reconstruction of wastewater treatment plant may provide more site flexibility or further constrain site

Moving to another site:

- + Unencumbered site would enable current and future flexibility including addressing unanticipated needs
- + New complex can be built while continuing to operate out of the existing Empire site. This minimizes disruption and maintains staff productivity
- Requires acquiring another site, taking that site off the tax rolls and limiting business expansion in that location
- Added cost and funding constraints would delay project

FISCAL IMPACT:

The current cost estimate for constructing the City Services Facility is \$8.8 million. This total cost includes the following elements:

- \$0.9 million Design, Engineering and Construction Management
- \$1.1 million Site Improvements
- \$5.9 million Construction
- \$0.6 million Furniture, Fixtures and Equipment
- \$0.3 million Project Contingency
- \$8.8 million Total

The current 2013 budget has total appropriations of \$6,504,080 in eight accounts and divided equally between the Open Space & Parks Fund, the Capital Projects Fund, the Water Utility Fund, and the Wastewater Utility Fund. However, staff currently estimates that the delays on this project will result in spending only \$2.0 million of the \$6.5 million currently budgeted in 2013. For this reason, the proposed CIP presented to Council in June includes \$6.3 million in 2014 and \$494,600 in 2015 for this project, for a total project cost of around \$8.8 million (\$2 million + \$6.3 million + \$0.5 million).

Acquiring a new 8 to 10 acre site at current land prices of around \$5.00 per square foot would cost about \$1.75 million to \$2.2 million, and add this amount to total project costs. If Council is willing to consider exploring other sites, staff will evaluate options for covering this cost as well as the impact on the four separate Funds contributing funding for the CSF. However, it is likely not possible to absorb costs of that magnitude in the CIP without delaying this or other anticipated projects.

RECOMMENDATION:

Provide direction to staff on whether to explore other potential sites for the CSF or to proceed with design and engineering work needed to construct a new facility on the existing Empire Road site.

ATTACHMENT:

1. Powerpoint Presentation

City Services Discussion – July 2013

“Less is more only when more is too much”
Frank Lloyd Wright

Site Options

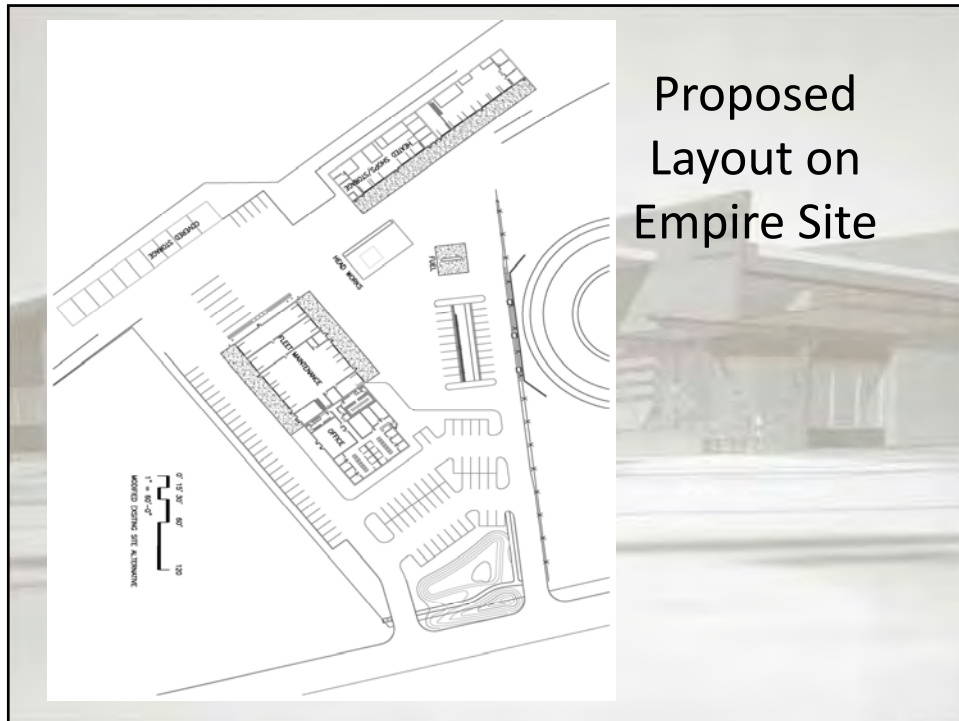
- Empire Road
- Possible site in Colorado Tech Center (CTC)
- Other?

Empire vs. Possible CTC Site



Existing Layout on Empire Site





Potential CTC site



CTC vs. Empire Size



CTC vs. Empire Usability

- CTC – Open, relatively unencumbered
- Empire – Lots of constraints, workable with additional area from WWTP

CTC vs. Empire Operational Efficiency – Short Term

- CTC – New complex can be built while using Empire site. Minimal reduction in productivity
- Empire – New construction and staging will reduce operational area and significantly reduce efficiency for approximately one year

CTC vs. Empire Operational Efficiency – Long Term

- Safety
- Parking and Circulation
- Driving distances
- Storage
- Operational flexibility

CTC vs. Empire Operational Efficiency – Potential Impact

Organization	2013 Manpower Budget	Estimated improvement in Productivity	25 Year Impact
Operations	\$697,190	5%	\$871,488
Parks & Open Space	\$1,240,550	5%	\$1,550,688
Facilities	\$250,630	5%	\$313,288
Totals	\$2,188,370		\$2,735,463

CTC vs. Empire

Cost = Land + Improvements

- CTC – \$10.3M (+/- \$1.5M/\$8.8M)
- Empire - \$8.8M (\$0/\$8.8M)

CTC vs. Empire

Utilities

- CTC – All new utilities must be brought in. Minimal conflict with existing utilities
- Empire – Most utilities for the new complex must be redone because of age, size and/or location

CTC vs. Empire Surface Water Detention

- CTC – Detention pond must be designed for quality standards (approximately 1.0 acres)
- Empire – Detention pond must be designed for quantity standards (approximately 0.5 acres)

CTC vs. Empire Considerations

- **Impact on Taxes** – City purchase of land would take it off tax rolls and prevent business use of the land.
- **Suitability** – CTC Owner has questions about City use adversely affecting marketability of adjacent lots
- **Current Asset** – City already owns Empire land
- **Budget/Timing** – Other big projects in progress limit available funding for purchase and would require delaying CSF construction

CTC vs. Empire Future

- **Flexibility** – CTC size and lot configuration is less constrained and allows more future flexibility.
- **Constraints** – Empire constraints limit options for future flexibility
- **Empire Alternate Uses** – detention pond for downtown, solar gardens, ball field access & parking, sale for private use, ? (all of which would be more visually appealing than current use)

Comparison with Other Service Facilities

Location	Name of Facility	Property size (Acres/SF)	Cost per SF	Cost
Louisville	City Service Facility	8 acres/43,000 SF	\$239	\$10,300,000
Parker	Parker Public Works Facility	13.7 acres/49,412SF	\$255	\$ 12,600,000
Golden	Golden Public Works	14 acres/58,785 SF	\$225	\$ 13,200,000
Erie	Leon A. Wurl Service Center	16.6 acres/26,288 SF	\$342	\$ 9,000,000

CTC/Other Site vs. Empire Pros & Cons Summary

Category	CTC/Other	Empire
Size	+	-
Usability	+	0
Location	0	+
Operational Efficiency	+	-
Cost	-	+
Other Considerations	-	-
Utilities	0	-
Detention	0	0
Future	+	-
	+2	-3

SUBJECT: **ORDINANCE NO. 1634, SERIES 2013 - AN ORDINANCE
AMENDING CHAPTER 17.14 OF THE LOUISVILLE MUNICIPAL
CODE TO ALLOW FOR DUPLEXES IN THE MIXED-USE
RESIDENTIAL (MU-R) ZONE DISTRICT AND TO MODIFY THE
LAND USE PLAN INCORPORATED AS “EXHIBIT A” - 2ND
Reading (Advertised *Daily Camera* 07/07/13)**

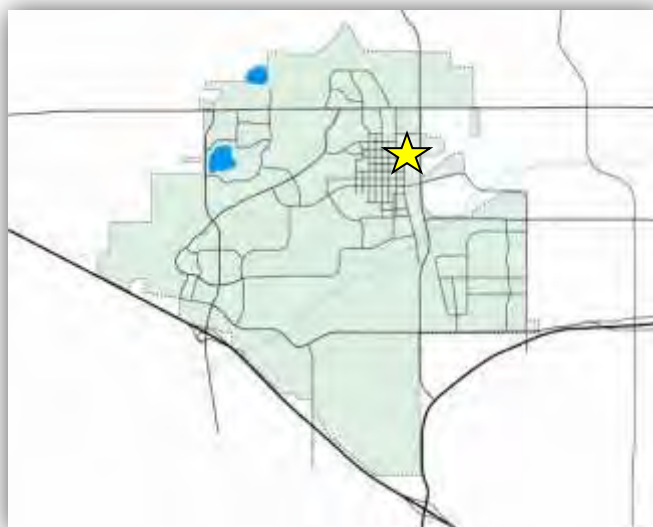
DATE: **JULY 16, 2013**

PRESENTED BY: **SCOTT ROBINSON, PLANNING AND BUILDING SAFETY
DEPARTMENT**

SUMMARY:

The applicant, BVZ Architects, submitted a plan to develop the Coal Creek Station property as a mixed use project. The property is 10.97 acres at the corner of South Boulder Road and Highway 42 and includes the railroad car restaurant, the Louisville Cyclery building, the former 7-11 building, and the Tim’s Trains building. The small building that was formerly a State Farm office is on a separate lot and not part of this development request. The remainder of the property is vacant.

On July 2, 2013, City Council approved a preliminary plat and preliminary planned unit development (PUD) for a proposed development of 34,335 square feet of commercial space and 51 residential units. As part of the development, the applicant is requesting two modifications to the Louisville Municipal Code (LMC): to allow duplexes in the Mixed-Use Residential (MU-R) zone district and to modify the land use plan denoted “Exhibit A.” City Council approved first reading of the ordinance to make these changes on July 2; this request is for approval on second reading. Please note the ordinance number has changed from 1633 to 1634 due to a previous numbering error.





REQUEST:

Duplexes

The proposed land uses comply with the proposed zoning and LMC Chapter 17.14, except for the residential density and the inclusion of duplexes. At the July 2 meeting, City Council approved a waiver to allow a reduction in density. The use table in LMC Section 17.14.050 does not allow duplexes in the MU-R district; the applicant is requesting 34 duplex units.

Section 17.14.090(A)(2)(b)(ii)(a) of the LMC does not allow uses in the MU-R district to be waived or modified through the PUD approval process. Therefore, a code change is required to allow duplexes in the MU-R district. Given the requested reduction in density, duplexes make sense and will serve as an appropriate transition to the Little Italy neighborhood. The proposed change will only allow duplexes in the MU-R district

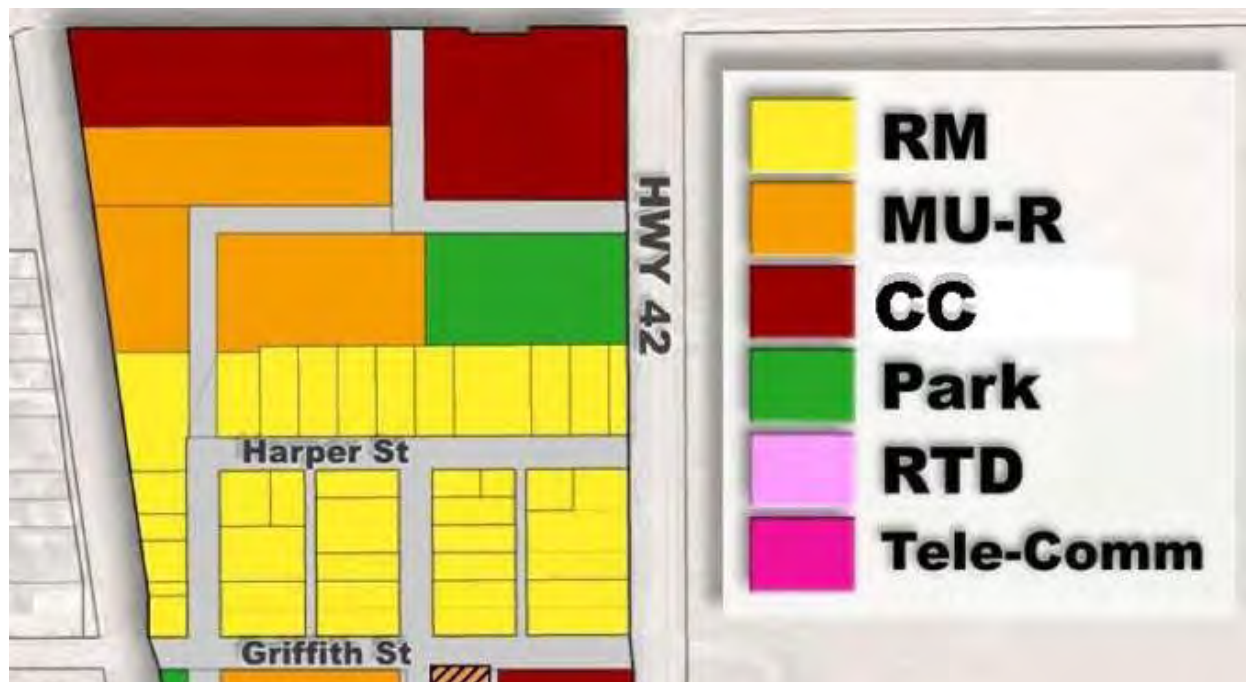
north of Little Italy, preserving the intended uses and density in the core of the redevelopment area.

Land Use Map

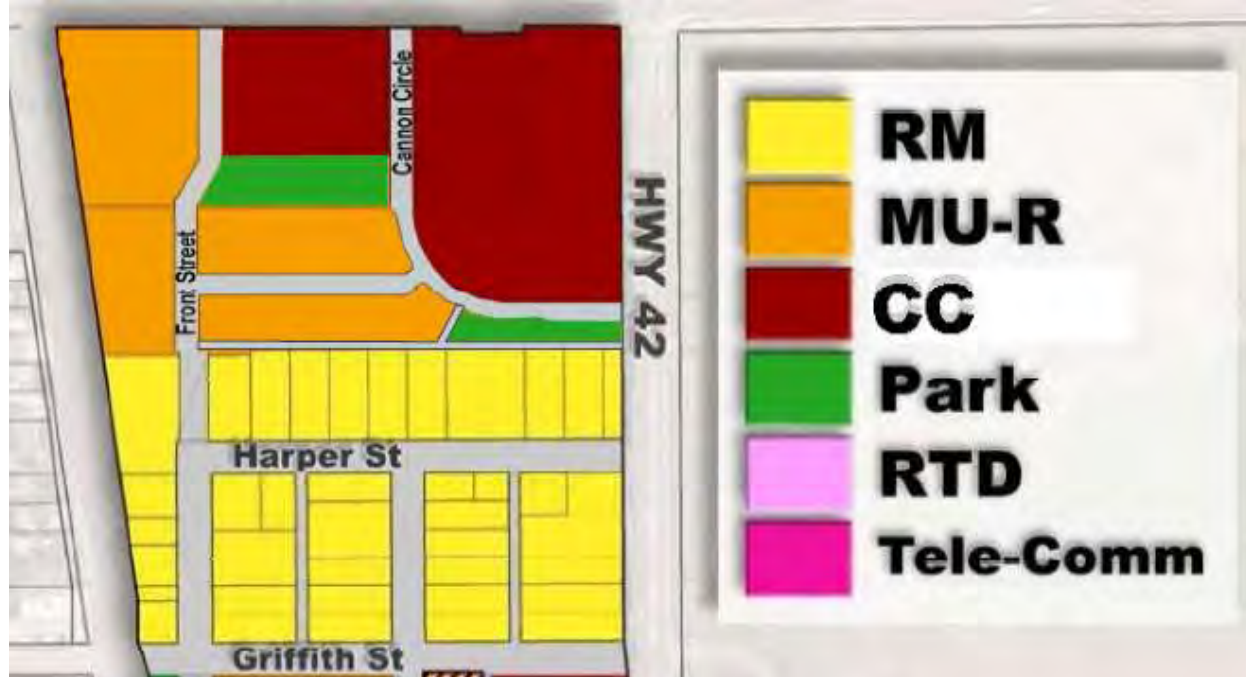
Section 17.14.020 of the LMC requires any property undergoing new development or redevelopment in the Revitalization Area to first be rezoned consistent with the Land Use Plan referenced as Exhibit A. The applicant is proposing a modification to the Land Use Plan to allow for a more functional layout.

The proposal rearranges the streets to fit the proposed development and offsite connections while maintaining the intent and enhancing connectivity. The proposal also moves some of the commercial area from along South Boulder Road to along Highway 42, providing better visibility and access. The last major change removes the park along Highway 42. The applicant proposes, as an alternative, a centrally located park and linear multi-use path through the development that would be publicly accessible but privately maintained.

Staff believes these changes are reasonable and beneficial to the development and the City, and recommends approving the changed the Land Use Map and the rezoning. If the changes to the land use plan are approved, the applicant will then apply to formally rezone the property in conformance with the modified land use plan.



Current Land Use Plan (Exhibit A)



Proposed Land Use Plan (Exhibit A)

FISCAL IMPACT:

There will be no direct fiscal impact from this Ordinance. Approving the Ordinance will allow the development to move forward. The applicant submitted a fiscal impact study completed by Economic and Planning Systems based on the City's fiscal model. The study estimates positive net ongoing revenues to the City of \$103,783 per year (\$42,305 operations and \$61,478 capital) and a negative net one-time capital cost of \$189,939. Based on these estimates, it would take the development less than four years to pay back the capital fund expenditures associated with its construction.

PLANNING COMMISSION ACTION:

The Planning Commission held a public hearing on June 13, 2013 to consider the applicant's proposal, and passed a resolution recommending approval of the zoning change, preliminary plat, preliminary PUD, and LMC amendments by a 5-1 vote. Planning Commission expressed some concerns about the development, but none about the proposed LMC modifications.

RECOMMENDATION:

Staff recommends City Council approve Ordinance No. 1634, Series 2013 on second reading, approving the following two changes to Chapter 17.14 of the LMC:

- Adjustments to the "Exhibit A" Land Use Plan to allow for a more connected street network and better sited land uses
- Removing the prohibition on duplexes in the MU-R district north of Little Italy only

SUBJECT: ORDINANCE NO. 1634, SERIES 2013

DATE: JULY 16, 2013

PAGE 5 OF 5

ATTACHMENTS:

1. Ordinance No. 1634, Series 2013
2. Planning Commission Resolution No. 12, Series 2013
3. PowerPoint Presentation

**ORDINANCE NO. 1634
SERIES 2013**

AN ORDINANCE AMENDING CHAPTER 17.14 OF THE LOUISVILLE MUNICIPAL CODE TO ALLOW FOR DUPLEXES IN THE MIXED-USE RESIDENTIAL (MU-R) ZONE DISTRICT AND TO MODIFY THE LAND USE PLAN INCORPORATED AS “EXHIBIT A”

WHEREAS, the City of Louisville is a Colorado home rule municipal corporation duly organized and existing under laws of the State of Colorado and the City Charter; and

WHEREAS, pursuant to such home rule authority and state law, including but not limited to C.R.S. §§ 24-67-101 et seq., 29-20-101 et seq., 31-23-201 et seq. and 31-23-301 et seq., the City is empowered to establish zoning districts and zone district regulations within the City for the purpose of, among other things, promoting the general welfare of the inhabitants of the City; and to regulate and restrict, among other things, the size of buildings and other structures; the percentage of lot that may be occupied; the size of yards, courts, and other open spaces; the density of population; and the location and use of buildings, structures, and land for trade, industry, residence, or other purposes; and

WHEREAS, Chapter 17.14 of the Louisville Municipal Code establishes regulations for the Mixed-Use Residential (MU-R) zone district; and

WHEREAS, the City desires to amend Section 17.14.050 of the Louisville Municipal Code to allow duplexes in the Mixed-Use Residential (MU-R) zone district; and

WHEREAS, Chapter 17.14 of the Louisville Municipal Code contains a Land Use Plan for the Highway 42 Revitalization Area incorporated as Exhibit A, with which all rezonings and development in the Highway 42 Revitalization Area must comply; and

WHEREAS, the City desires to amend the Exhibit A Land Use Plan to better facilitate development; and

WHEREAS, after a duly noticed public hearing held June 13, 2013, where evidence and testimony were entered into the record, including the findings in the Louisville Planning Commission Staff Report dated June 13, 2013, the Louisville Planning Commission has recommended the City Council adopt the amendments to the Louisville Municipal Code set forth in this ordinance; and

WHEREAS, City Council has provided notice of a public hearing on said ordinance by publication as provided by law and held a public hearing as provided in said notice;

NOW, THEREFORE, BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF LOUISVILLE, COLORADO:

Section 1. The first row of the Residential Use Group within Table 1 in Section 17.14.050 of the Louisville Municipal Code is hereby amended, and a new second row to said Use Group is hereby added, to read as follows: (words added are **bold** and **underlined**; words removed are **bold** and ~~**stricken through**~~):

Principal Uses	CC	MU-R
Single-family dwellings (on individual lot) or duplex	No	No
<u>Duplex</u>	<u>No</u>	<u>Yes</u> ¹

Note to Table 1:

¹: Duplexes are only allowed north of Griffith Street.

Section 2. The Land Use Plan set forth as Exhibit A to Chapter 17.14 of the Louisville Municipal Code is hereby deleted and replaced with the Land Use Plan attached hereto as Exhibit A, which attached Land Use Plan is incorporated into this ordinance and Chapter 17.14 by this reference.

Section 3. If any portion of this ordinance is held to be invalid for any reason such decisions shall not affect the validity of the remaining portions of this ordinance. The City Council hereby declares that it would have passed this ordinance and each part hereof irrespective of the fact that any one part be declared invalid.

Section 4. The repeal or modification of any provision of the Municipal Code of the City of Louisville by this ordinance shall not release, extinguish, alter, modify, or change in whole or in part any penalty, forfeiture, or liability, either civil or criminal, which shall have been incurred under such provision, and each provision shall be treated and held as still remaining in force for the purpose of sustaining any and all proper actions, suits, proceedings, and prosecutions for the enforcement of the penalty, forfeiture, or liability, as well as for the purpose of sustaining any judgment, decree, or order which can or may be rendered, entered, or made in such actions, suits, proceedings, or prosecutions.

Section 5. All other ordinances or portions thereof inconsistent or conflicting with this ordinance or any portions hereof are hereby repealed to the extent of such inconsistency or conflict.

INTRODUCED, READ, PASSED ON FIRST READING, AND ORDERED PUBLISHED this _____ day of _____, 2013.

Robert P. Muckle, Mayor

ATTEST:

Ordinance No. 1634, Series 2013
Page 2 of 3

Nancy Varra, City Clerk

APPROVED AS TO FORM:

Light, Kelly & Dawes, P.C.
City Attorney

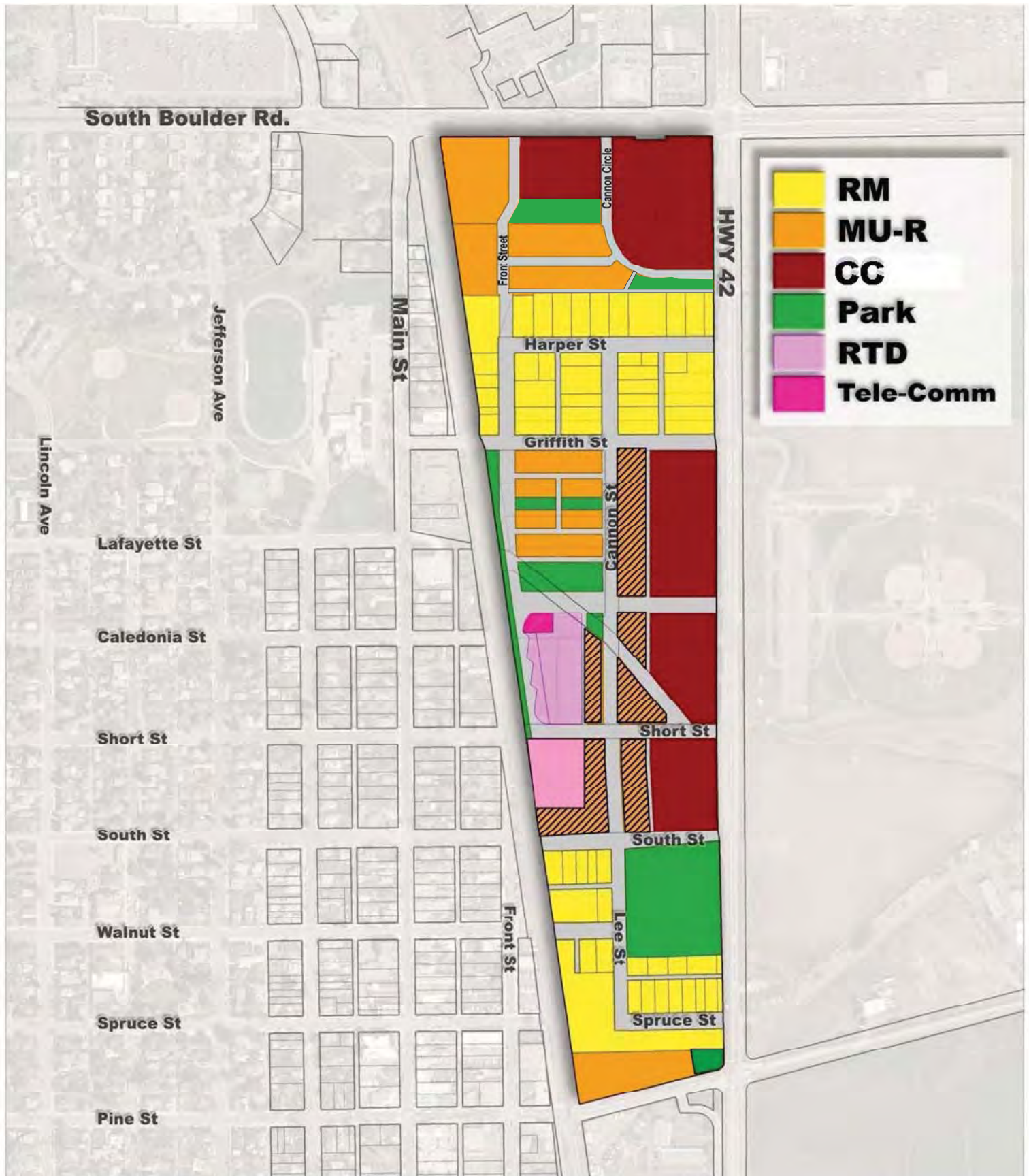
PASSED AND ADOPTED ON SECOND AND FINAL READING this ____ day of _____, 2013.

Robert P. Muckle, Mayor

ATTEST:

Nancy Varra, City Clerk

Land Use Plan Exhibit A



**RESOLUTION NO. 12
SERIES 2013**

A RESOLUTION RECOMMENDING APPROVAL OF A REZONING, PRELIMINARY SUBDIVISION PLAT, PRELIMINARY PLANNED UNIT DEVELOPMENT (PUD), AND AMENDMENTS TO CHAPTER 17.14 OF THE LOUISVILLE MUNICIPAL CODE FOR AN APPROXIMATE 11 ACRE PARCEL OF THE CALEDONIA PLACE AND COAL CREEK STATION SUBDIVISIONS. THE INTENT OF THE REQUEST IS TO DEVELOP THE PROPERTY WITH 51 RESIDENTIAL UNITS AND 34,335 SQUARE FEET OF COMMERCIAL SPACE

WHEREAS, there has been submitted to the Louisville Planning Commission an application for approval of a rezoning, preliminary subdivision plat, preliminary planned unit development (PUD), and amendment to Chapter 17.14 of the Louisville Municipal Code (LMC) for an approximate 11 acre parcel of the Caledonia Place and Coal Creek Station subdivisions. The intent of the request is to develop the property with 51 residential units and 34,335 square feet of commercial space; and

WHEREAS, the subject property is in the Highway 42 Revitalization Area; and

WHEREAS, Section 17.14.020 of the LMC requires any property in the Highway 42 Revitalization Area be rezoned in conformance with the Land Use Plan incorporated as Exhibit A in LMC Chapter 17.14 before being developed or redeveloped; and

WHEREAS, a change to the Land Use Plan (Exhibit A) is required to allow for a functional and efficient development; and

WHEREAS, the modified Land Use Plan (Exhibit A) requires the existing Commercial Business (CB) zoning to be rezoned to Mixed-Use Residential (MU-R) and Community Commercial (CC); and

WHEREAS, a modification is required to the Use Table in LMC Sec. 17.14.050 to allow duplexes in the MU-R zone district; and

WHEREAS, the City Staff has reviewed the information submitted and found it to comply with LMC Sec. 16.12.030, Sec. 17.14.090, and Sec. 17.28.170; and

WHEREAS, after a duly noticed public hearing on June 13, 2013 where evidence and testimony were entered into the record, including the findings in the Louisville Planning Commission Staff Report dated June 13, 2013, the Planning Commission finds the Coal Creek Station Rezoning, Preliminary Subdivision Plat, Preliminary PUD Plan, and LMC amendments should be approved with the following conditions:

1. The applicant shall widen the multi-use path along South Boulder Road to eight feet.
2. The maintenance of the southernmost alley will be determined before final approval of the plat and PUD.

3. The applicant shall secure access on the west end of the southernmost alley before final approval of the plat and PUD.
4. The applicant will provide radii and turning templates at all street corners to show accessibility by fire trucks and other large vehicles.

NOW THEREFORE, BE IT RESOLVED that the Planning Commission of the City of Louisville, Colorado does hereby recommend approval of a Rezoning, Preliminary Subdivision Plat, Preliminary PUD, and LMC amendment for the Coal Creek Station Subdivision with the following conditions:

1. The applicant shall widen the multi-use path along South Boulder Road to eight feet.
2. The maintenance of the southernmost alley will be determined before final approval of the plat and PUD.
3. The applicant shall secure access on the west end of the southernmost alley before final approval of the plat and PUD.
4. The applicant will provide radii and turning templates at all street corners to show accessibility by fire trucks and other large vehicles.

PASSED AND ADOPTED this 13th day of June, 2013.

By: _____
Jeff Lipton, Chairman
Planning Commission

Attest: _____
Ann O'Connell, Secretary
Planning Commission

City Council – Public Hearing

Coal Creek Station

LMC Amendment

Ordinance No. 1634, Series 2013

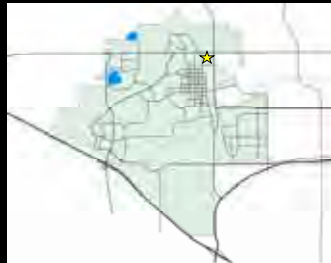
SECOND READING

AN ORDINANCE AMENDING CHAPTER 17.14 OF THE LOUISVILLE MUNICIPAL CODE TO ALLOW FOR DUPLEXES IN THE MIXED-USE RESIDENTIAL (MU-R) ZONE DISTRICT AND TO MODIFY THE LAND USE PLAN INCORPORATED AS “EXHIBIT A.”

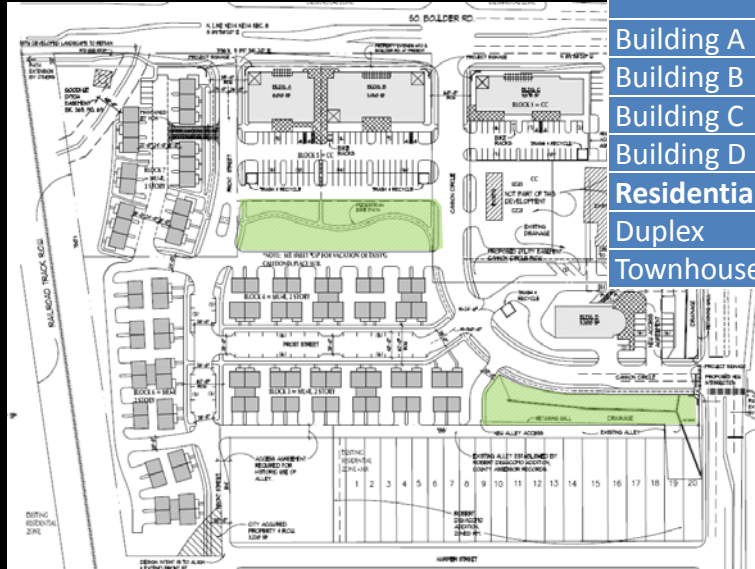
Prepared by:

Dept. of Planning & Building Safety

Coal Creek Station – Background

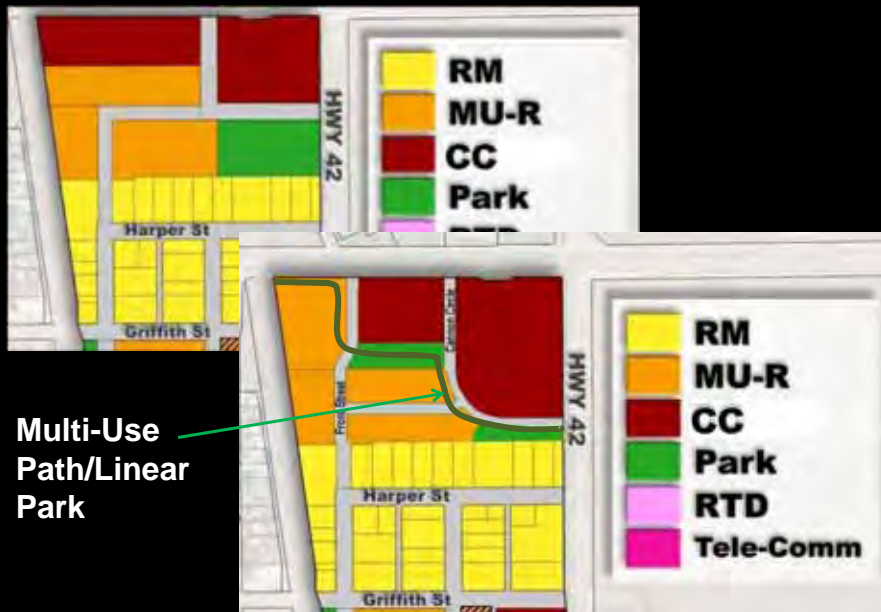


Coal Creek Station - Project



Commercial	Square Feet
Building A	8,010
Building B	11,450
Building C	9,575
Building D	5,300
Residential	Units
Duplex	34
Townhouse	17

Coal Creek Station - Zoning



Multi-Use
Path/Linear
Park

Coal Creek Station - Recommendation

Staff recommends approval of Ordinance No. 1634, Series 2013 on second reading, amending the LMC as follows:

- Adjustments to the “Exhibit A” Land Use Plan to allow for a more connected street network and better sited land uses
- Removal of the prohibition on duplexes in the MU-R district

**SUBJECT: RESOLUTION NO. 3, SERIES 2013 – A RESOLUTION
DESIGNATING THE LOUISVILLE GRAIN ELEVATOR LOCATED
AT 540 COUNTY ROAD A HISTORIC LANDMARK**

DATE: JULY 16, 2013

**PRESENTED BY: SCOTT ROBINSON, PLANNING AND BUILDING SAFETY
DEPARTMENT**

SUMMARY:

Case #2012-008-LA is a request to landmark the Louisville Grain Elevator, a historic agricultural structure located at 540 County Road (Tract 712 8-1S-69 1.21 Ac m/I Per Deed 952513 11/16/88 BCR). The structure was built around 1908. The applicant and owner is the City of Louisville.

This application was originally heard on January 8, 2013. At that meeting, the City Council continued the hearing to March 5, 2013, to allow time for interested parties to respond to the City's Request for Proposals, for City staff to select and negotiate a proposed agreement with a partner identified through the RFP to preserve, restore and redevelop the Grain Elevator, and to allow more time to resolve outstanding boundary issues with the adjacent property owner, Randy Caranci. At the March 5, 2013 meeting the application was continued again to May 21, 2013 anticipating that by that time City staff would have completed evaluations of responses to the RFP, negotiated an agreement with a preservation/redevelopment partner and the boundary issues would have been resolved. On April 2, City Council approved staff's recommendation to negotiate an agreement with the Olde Town Group for stabilization and reuse of the Grain Elevator property. On May 21, the application was continued again to July 16, 2013, because staff, the Olde Town Group, and Randy Caranci were continuing to negotiate contract and boundary issues.

As of this date, City staff continues to negotiate with Randy Caranci trying to reach an agreement to redraw the property boundary. Both sides have submitted offers and counter offers, but the parties have not reached an agreement. On June 10, 2013, Randy Caranci also submitted a letter outlining an offer to purchase the Grain Elevator property. Staff is working with Caranci to clarify terms acceptable to Caranci and the City and incorporate those terms into a proposed purchase and sale agreement. Among the terms staff believes are essential to any agreement are provisions ensuring the Grain Elevator is landmarked, stabilized and properly preserved. When a draft agreement is ready, staff will submit the proposed agreement to the City Council for consideration during a regular Council meeting.

SUBJECT: RESOLUTION NO. 3, SERIES 2013

DATE: JULY 16, 2013

PAGE 2 OF 2

To ensure we maintain and explore all viable options, staff also continues to negotiate with the Olde Town Group on a contract for stabilization and reuse of the Grain Elevator property.

Which of these options (sale of the Grain Elevator property to Caranci with conditions for stabilization, or an agreement with Caranci on boundary issues and contracting with Olde Town Group for stabilization and reuse) represents the best approach must ultimately be decided by City Council, evaluating the strengths, weaknesses, costs and benefits associated with each option and considering public comments during a regular meeting.

Because landmarking the property would be a condition of any transfer, Council could proceed with landmarking to remove this issue from the negotiations. Under this approach, when the boundary issues are resolved, Council could adjust the landmark boundary to match the property boundary as necessary. To provide an opportunity to conclude negotiations, and to provide notice to interested parties who may wish to comment on this issue, staff recommends continuing Council's consideration of the landmarking matter one last time, and scheduling the matter during Council's August 20, 2013 meeting.

FISCAL IMPACT:

Approving this structure as a local landmark would make it eligible for grants from the Historic Preservation Fund.

RECOMMENDATION:

Continue consideration of Resolution No. 3, Series 2013 designating the structure at 540 County Road (Louisville Grain Elevator) a historic landmark until the City Council's August 20, 2013 regular meeting.

HISTORIC PRESERVATION COMMISSION ACTION:

The HPC held a public hearing on the application on December 17, 2012. The commission voted 6-0 to recommend approval of the landmark application to City Council with the landmark site as described above. The HPC determined the structure had maintained its form and unusual construction and represented an important aspect of Louisville's agricultural past.

ATTACHMENTS:

1. Resolution No. 3, Series 2013
2. Historic Preservation Commission Resolution No. 09, Series 2012
3. Landmark Application
4. Social History

**RESOLUTION NO. 3
SERIES 2013**

**A RESOLUTION DESIGNATING THE LOUISVILLE GRAIN ELEVATOR LOCATED
AT 540 COUNTY ROAD A HISTORIC LANDMARK**

WHEREAS, a historic landmark application for the Louisville Grain Elevator, located at 540 County Road, on property legally described as Tract 712 8-1S-69 1.21 AC M/L Per Deed 952513 11/16/88 BCR; has been submitted to the City Council; and

WHEREAS, the City Staff and the Louisville Historic Preservation Commission have reviewed the application and found it to be in compliance with Chapter 15.36 of the Louisville Municipal Code; and

WHEREAS, the Louisville Historic Preservation Commission held a properly noticed public hearing on the proposed landmark application and has forwarded to the City Council a recommendation of approval; and

WHEREAS, the City Council has duly considered the proposed landmark application and the Commission's recommendation and report, and has held a properly noticed public hearing on the application; and

WHEREAS, the building was constructed around 1908, and has retained its architectural form, and represents the uncommon stacked-plank construction style; and

WHEREAS, the building has social significance because of its strong association with the agricultural history of Louisville; and

WHEREAS, the property on which the building sits helps convey the context and historic significance of the building; and

WHEREAS, the City Council finds that these and other characteristics specific to the individual structure are of both architectural and social significance as described in Section 15.36.050 (A) of the Louisville Municipal Code and justify the approval of the historic landmark application.

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF LOUISVILLE, COLORADO:

1. The proposed historic landmark application for the Louisville Grain Elevator is hereby approved and the individual structure is hereby designated an historic landmark to be preserved as such.

2. The landmark site shall be the entire lot upon which the Louisville Grain Elevator sits except for the area north of a line 10 feet south of the structure designated 544 County Road.
3. An incentive of \$10,000 shall be awarded to the property owner pursuant to Chapter 15.36 of the Louisville Municipal Code, with the attendant protections for landmarks pursuant to that chapter.
4. The City Clerk shall provide written notification of such designation to the property owners and cause a copy of this resolution to be recorded with the Boulder County Clerk and Recorder.

PASSED AND ADOPTED this 8th day of January, 2013.

Robert P. Muckle, Mayor

ATTEST:

Nancy Varra, City Clerk

**RESOLUTION NO. 09
SERIES 2012**

**A RESOLUTION MAKING FINDINGS AND RECOMMENDATIONS REGARDING THE
LANDMARK DESIGNATION APPLICATION FOR A HISTORICAL AGRICULTURAL
STRUCTURE LOCATED AT 540 COUNTY ROAD**

WHEREAS, there has been submitted to the Louisville Historic Preservation Commission (HPC) an application requesting a landmark eligibility determination for a historical agricultural structure located at 540 County Road, commonly referred to as the Louisville Grain Elevator, on property legally described as Tract 712 8-1S-69 1.21 AC M/L Per Deed 952513 11/16/88 BCR, Town of Louisville, City of Louisville, State of Colorado; and

WHEREAS, the City Staff and the HPC have reviewed the application and found it to be in compliance with Chapter 15.36 of the Louisville Municipal Code, including Section 15.36.050.A, establishing criteria for landmark designation; and

WHEREAS, the HPC has held a properly noticed public hearing on the proposed landmark application; and

WHEREAS, 540 County Road (Louisville Grain Elevator) has social significance because it exemplifies cultural, political, economic or social heritage by representing the agricultural past of Louisville; and

WHEREAS, the Grain Elevator has architectural integrity because of its unusual stacked-plank construction style and distinctive form, which it has retained for most of its existence; and

WHEREAS, the HPC finds the site of the Louisville Grain Elevator includes all of the lot upon which it sits except for the area north of a line 10 feet south of the structure designated 544 County Road; and

WHEREAS, the HPC finds that these and other characteristics specific to the Grain Elevator have social and architectural significance as described in Section 15.36.050.A of the Louisville Municipal Code; and

**NOW, THEREFORE, BE IT RESOLVED BY THE HISTORIC PRESERVATION
COMMISSION OF THE CITY OF LOUISVILLE, COLORADO:**

The application to landmark the Louisville Grain Elevator be approved for the following reasons:

1. Strong architectural integrity for an agricultural building made of wood-cribbed and stacked-plank construction.
2. Very strong social history as a preeminent agricultural structure serving as a cultural landmark since 1908.
3. It is a geographic landmark for the City.

The site of the landmark is the entire lot upon which the Louisville Grain Elevator sits except for the area north of a line 10 feet south of the structure designated 544 County Road.

PASSED AND ADOPTED this _____ day of _____, 2012.

Peter Stewart, Chairperson

Attest:

Secretary

Landmark Designation Nomination Form

SEPTEMBER 2012

As you complete this form, please be aware it will become part of the meeting packet for the Historic Preservation Commission and Louisville City Council, as well as being available for public viewing on the City's web site.

DATE: November 16, 2012

LANDMARK APPLICATION TYPE:

☒ Individual Site/Building Landmark

☐ Historic District

NOMINATION MADE BY:

☒ Owner

☐ City Council

☐ Historic Preservation Commission

☐ Third Party

Name: City of Louisville

Address: 749 Main Street

Phone: 303-335-4596

Email scottr@louisvilleco.gov

Relationship to Owner: N/A

LOCATION OF PROPOSED LANDMARK:

Address: 540 County Road

Property Address

Tract 712

Legal Description (Lot Number, Block Number, and Subdivision Name)

Louisville Grain Elevator

Property Name (Historic and/or Common, if known). Leave blank if you do not know.

Previous Addresses (if known) Leave blank if you do not know.

OWNER INFORMATION: *(For district applications, please attach separate sheet)*

Name: Same as above

Address: _____

Phone: _____

BOUNDARIES and TYPE OF DESIGNATION:

Description of Boundary Determination:

Structure only

CLASSIFICATION:

Category	Ownership	Status	Present Use	Existing Designation
<input checked="" type="checkbox"/> Building	<input checked="" type="checkbox"/> Public	<input type="checkbox"/> Occupied	<input type="checkbox"/> Residential	<input checked="" type="checkbox"/> National Register
<input type="checkbox"/> Structure	<input type="checkbox"/> Private	<input checked="" type="checkbox"/> Unoccupied	<input type="checkbox"/> Commercial	<input type="checkbox"/> Colorado Register
<input type="checkbox"/> Site			<input type="checkbox"/> Educational	
<input type="checkbox"/> District			<input type="checkbox"/> Religious	
<input type="checkbox"/> Object			<input checked="" type="checkbox"/> Agricultural	
			<input type="checkbox"/> Government	
			<input type="checkbox"/> Other	

SIGNIFICANCE:

Site/Building is over 50 Years Old and meets one of the following standards

☒ **Historic Landmark of Significance** – *must meet one (1) or more of the following criteria*

☒ **Architectural Significance:**

The property:

- exemplifies specific elements of an architectural style or period;
- is an example of the work of an architect or builder who is recognized for expertise nationally, statewide, regionally, or locally;
- demonstrates superior craftsmanship or high artistic value; represents an innovation in construction, materials or design; is of a style particularly associated with the Louisville area;
- represents a built environment of a group of people in an era of history that is culturally significant to Louisville;
- shows a pattern or grouping of elements representing at least one of the above criteria; or
- is a significant historic remodel.

☒ **Social Significance:**

The property is the site of a historic event that had an effect upon society; exemplifies cultural, political, economic or social heritage of the community or is associated with a notable person or the work of a notable person.

☒ **Geographic or Environmental Significance:**

The property enhances the sense of identity of the community or is an established and familiar natural setting or visual feature that is culturally significant to the history of Louisville.

- ☐ **Prehistoric or Archaeological Site** – The property has yielded, or may be likely to yield, information important in prehistory or history.

HISTORICAL INFORMATION:

Please attach a narrative of the historical significance of the property. Include a title search or city directory research if the property is important for its association with a significant person.

ARCHITECTURAL and PHYSICAL DESCRIPTION: This section can be left blank if you do not know the information. (Attach a separate sheet if needed)

1905-1906

Construction Date

John K. Mullen

Architect / Builder

Wood stacked plank

Building Materials

Agrarian

Architectural Style

Special Features / Surroundings

Describe any additions or alterations to the property:

This image shows a single sheet of white paper with horizontal ruling lines. The lines are evenly spaced and run across the width of the page. There are no margins, text, or other markings on the paper.

(Attach a separate sheet if needed)

Social History prepared by Bridget Bacon

[illegible]

PHOTOS:

Please include photos of EACH ELEVATION of ALL BUILDINGS and STRUCTURES currently on the property.

If historical photos of the site are available they should also be attached.

FOR OFFICE USE ONLY

Application Number _____

Date Filed with the Planning Department _____

Date Determined "Eligible" _____ Date Determined "Ineligible" _____

Application ☐ Approved ☐ Denied

HPC Resolution No. _____, Series 20_____,

CC Resolution No. _____, Series 20_____,

Date Recorded _____

Louisville Grain Elevator History

Address: 540 County Road, Louisville, Colorado

Legal Description: Referred to as Tract 712, Louisville

Year of Construction: Likely 1905-06 (see discussion)

Summary: This building is considered to be one of the area's last remaining wooden grain elevators. It was placed on the National Register of Historic Places in 1986 due to the elevator being "historically and visually the most significant structure associated with the agricultural history of the community." It is also listed on the Colorado Register of Historic Places. Its stacked plank construction style is considered to be rare.

This building was constructed by John K. Mullen, an Irish immigrant who built and operated a number of grain elevators in Colorado in his capacity as President of the Colorado Milling & Elevator Co. Besides being associated with John K. Mullen, the building was also associated with the Moore and Thomas families. The elevator was managed for about 35 years by Louisville resident Howard A. Moore and then his son, Donald Moore. In 1957, it was purchased by Louisville residents Charles Thomas and Quentin Thomas. Charles Thomas was the brother-in-law of Donald Moore.

As shown below, this building is connected with not only Boulder County's agricultural heritage, but is also connected with the area's railroad history, mining history, and the history of the Irish in Colorado. It was owned by an outsider before it became a locally owned Louisville business several decades later. It is located in Louisville's historic downtown area.

Every attempt has been made in the writing of this report to give accurate factual information, to discontinue the use of incorrect information that has occasionally cropped up in past reports about the building, and to compile in this document all of the available information about the structure's history.

Construction by John K. Mullen and Early Operation

The story of Louisville, Colorado is often told in terms of its history as a small coal mining town. However, farming not only predated mining in the area, but local farmers continued to play an important role in the town's economy and cultural life through much of the 1900s.

It was on the farm of David Kerr that coal was first discovered in 1877. And since coal mining was seasonal in this area due to the high moisture content of the coal that caused it to disintegrate once the coal was brought out of the ground, coal mining and farming came to have a complimentary

relationship. Some miners worked on farms in the warm months, while some farmers worked in coal mines in the cold months. Louisville area farmers, though they did not live in town, certainly identified themselves as Louisville residents and fully participated in the town's economic, civic, and cultural life. They attended Louisville churches, shopped in the stores, and sent their children to Louisville schools. Just as Louisville miners tended to be recent European immigrants, the area farmers also represented different ethnicities.

Louisville faced particular challenges in the 1880s and 1890s (following its founding in 1878) and finally emerged with a viable economy after the turn of the century. This development likely made it a particularly attractive site for someone to build an elevator or mill in the early 1900s. A 1902 *Denver Post* item reported that a company called the Centennial Mill and Elevator Company in Louisville had been incorporated. However, there is no evidence that this was the company that constructed the Louisville Grain Elevator.

Boulder County property records indicate that the property on which the Grain Elevator was built came from The Union Pacific Coal Company. The deeds show that Peter F. Murphy of Louisville purchased property from Union Pacific in August 1905 and resold this parcel to John K. Mullen in October 1905. Both were Irish Catholics. It could be speculated that they knew one another and that Murphy was even acting on Mullen's behalf.

John K. Mullen, who had the Louisville Grain Elevator built, was an Irish immigrant who rose to great heights as the head of an empire of grain elevators and flour mills in Colorado and some surrounding states. He was born in County Galway, Ireland in 1847 and came to the United States in 1856 at the time of the Irish Potato Famine. He and his family settled in Oriskany Falls, New York, where he worked at a flour mill. As a young man, he worked his way West and assumed more and more responsibility in the grain industry. As described on the jacket of William J. Convery's biography of Mullen, *Pride of the Rockies: The Life of Colorado's Premiere Irish Patron, John Kernan Mullen*, Mullen "ruthlessly rose to control of the West's flour milling industry and was one of the architects of early Denver's transformation from a dusty supply town to the Queen City of the Mountains and Plains. A celebrated giver during his lifetime, J.K. Mullen endowed many religious and civic monuments." For example, Mullen High School in Denver was named for him, as was the Mullen Library at Catholic University in Washington, D.C. He helped finance and oversaw the construction of Denver's Cathedral of the Immaculate Conception. At times, he was even the owner of Elitch Gardens and the famous Matchless Mine in Leadville, among other prominent Colorado properties.

The book states that "[e]vidence of Mullen's contribution to the architectural landscape stretches beyond Denver. The tallest structure in many farming towns throughout the Rocky Mountain West is the grain elevator constructed by Mullen's Colorado Milling and Elevator Company" (p. 2). "By 1924, The Colorado Milling and Elevator Company owned nearly three hundred mills, warehouses, and elevators ..." (p. 197). The following is a portrait of J.K. Mullen from 1933:



Portrait accessed online from the Denver Public Library, Western History Collection, www.denverlibrary.org

As explained in the UC-Denver report on *Eastern Plains and Front Range Grain Elevators of Colorado*, Mullen was not only responsible for bringing to Colorado the Hungarian milling process, but he also played a leading role in creating high altitude flour. The fact that he owned both the grain elevators where farmers would bring their grain and the flour mills where the grain could be processed had the effect of tightening his control on the industry.

Although an accounting of the number of remaining J.K. Mullen's Colorado grain elevators and mills could not be located for this report, information was found regarding Boulder County grain buildings. According to available information, two separate milling/elevator structures in Boulder burned down in 1889 and 1931. Longmont lost a flour mill and Mullen-owned grain elevator to fire in 1934. According to the UC-Denver report on *Eastern Plains and Front Range Grain Elevators of Colorado*, two other elevators besides the Louisville Grain Elevator still stand in Boulder County: in Lafayette and on a private farm in Hygiene. As with many historic elevators, the elevator in Lafayette has had metal siding installed on its sides to reduce the risk of fire, something that has never been done to Louisville's, other than in a few limited sections. Specific information about the elevator in Hygiene could not be located for this report. Louisville's elevator is the only one in the County that is listed on the National Register of Historic Places.

A 1918 *Denver Post* article shows that Louisville area wheat farmers at times disputed Mullen's practices, not unlike similar conflicts of the time between Louisville coal miners and the mining companies. The article states:

The wheat growers of the Lafayette-Louisville district are up in arms over the practices of the J.K. Mullen elevator there. Instead of the \$2.20 per bushel price fixed by the federal food commission, the elevator is paying only about \$1.00 or less for the highest grade wheat. . . . [The] Mullen explanation of a deduction of the freight to Kansas City does not explain this entire discrepancy. . . . [The farmers] are told that the purchase of wheat may be abandoned if there is any complaint.

According to the UC-Denver report *Eastern Plains and Front Range Grain Elevators of Colorado*, citing Convery's biography of Mullen,

In an effort to placate suspicious farmers who felt CM&E [the Colorado Milling & Elevator Company] was a monopoly guilty of price fixing, Mullen looked for ways to improve CM&E's image. J.K. instituted several measures designed to reestablish trust in his company. In order to provide a sense of local ownership, subsidiary mills acquired or opened by CM&E were named for the community

In this connection, it should be noted that the first and longtime name of the Louisville Grain Elevator was the "Louisville Milling & Elevator Company," and it appears to have been selected for the public relations reason noted. Other legal owners of the building were the Northern Colorado Elevator Company and the Colorado Milling & Elevator Company. It was also called the "Denver Elevator" and the words "The Denver Elevators" were painted on the side of the building even while it was owned by the Colorado Milling & Elevator Company. Despite the name changes, all of these companies are believed to have been under the control of John K. Mullen.

Date of Construction

A review of the available evidence shows that the date of construction of this building was most likely 1905-06.

(The Boulder County Assessor lists two improvements located at 540 County Road and gives the date of construction of both of them as 1936. However, the County has sometimes been found to be in error with respect to the dates of construction of Louisville buildings. The 1936 date is clearly not accurate with respect to the Grain Elevator building.)

Different reports that have been written about the history of this building have given the dates of construction as 1903, 1904, 1905, and 1908.

The 1908 Sanborn fire insurance map for Louisville showed the Elevator and stated the year of construction to have been 1903. However, an examination of the deeds reveals that it was not until August 1905 that The Union Pacific Coal Company sold the property to Peter F. Murphy, who then sold it to J.K. Mullen in October 1905. It seems unlikely that the structure would have been built prior to the transfer of these deeds. Also, in February 1905, the Longmont, Colorado *Ledger* newspaper reported that "Louisville, in Boulder County, wants a flour mill." While a flour mill is not the same as a grain elevator, the statement suggests that what Louisville may have more broadly been seeking was a way for its wheat farmers to easily get their wheat crops to a mill. The construction of a grain elevator would have fulfilled that need, and the appearance of the item in the Longmont paper could suggest that Louisville did not yet have a grain elevator.

The Elevator, and Howard Moore as its manager, were first listed in the 1907-08 directory for Louisville, which could indicate that it was built before 1907. Significantly, the Elevator is not listed in the 1904 or 1906 Louisville directories. (A 1905 directory for Louisville appears to not exist.)

For the foregoing reasons, it is believed that the Elevator was constructed in 1905-06.

Location of Grain Elevator and Association with Railroad

The Grain Elevator and the nearby Acme Mine that was located at Roosevelt and Hutchinson used the same railroad spur that left the main track just northeast of the Elevator and curved over to the Acme. In fact, the 1905 deed that conveyed the property from Peter F. Murphy to J.K. Mullen specifically referred to the “Acme switch” in its legal description of the parcel (a description repeated in the 1957 deed to the Thomas family). The following section of the 1909 Drumm’s Wall Map of Louisville shows this relationship, with a building labeled “Elevator” on the upper right, on the spur that continued to the west past the Acme mine dump towards the Acme Mine.



1909 Drumm’s Wall Map of Louisville, Louisville Historical Museum

This map shows how the Elevator was actually constructed to be parallel to the railroad spur, not the main track. This is why even today, even with the spur gone, it sits at an angle to the main track. It is believed that the reason was that it was better for the railroad cars being loaded with grain at the Elevator to not block the main line of the railroad.

This photo, looking east, shows the relationship of the Elevator to the Acme Mine, with the Elevator visible in the rear to the left of the photo:



Rescue squad by Acme Mine looking east, circa 1920s, Louisville Historical Museum

Architecture, Physical Description, and Functions of the Grain Elevator

The building has been the subject of three different architectural and historical surveys. These are believed to have been funded and completed jointly by the City of Louisville and the State of Colorado in 1982, 1985, and 2000. In addition, information about this building is available from the 1986 National Register listing and in the 2011 structural report by Anderson Hallas Architects that was commissioned by the City of Louisville.

It is believed that the general, original purpose of a grain elevator in this area was to receive grain, particularly wheat, from farmers. A farmer would bring a wagonload of grain to the elevator; interviews of local residents indicate that the grains brought to the Louisville Elevator included wheat, corn, oats, and barley. The Louisville Historical Museum has in its collection annual licenses given in the 1930s by the state of Colorado to Donald Moore, operator of the Grain Elevator, to inspect and grade wheat, barley, oats, corn, and rye.

The wagon would be weighed on the weigh scale, then emptied into a pit. Then the empty wagon would be weighed again in order to obtain a true weight of the contents. The manager of the grain elevator was responsible for this recordkeeping. Merwin Jay Harrison, whose father was manager of the Mullen-owned grain elevator in Broomfield, Colorado, stated in a 1996 oral history interview for the Carnegie Library for Local History that wheat would then be loaded onto boxcars and shipped to Denver, where, he believed, it would be delivered to the Hungarian Flour Mill, which was also owned by J.K. Mullen. Later, trucks rather than boxcars were used to transport the grain.

A grain elevator in this area would have also performed some processing of the grain, including separating out gravel and weed seeds from the grain brought in by farmers, and grinding.

Local residents could purchase 100-lb. sacks of flour directly from the Grain Elevator. These may have been brought from flour mills in Denver, but precise information could not be located for this report. Families in Louisville used the flour sacks from the Grain Elevator to make clothing.

Out of six possible types of materials used in the construction of grain elevators in the United States, the Louisville Grain Elevator was constructed of wood. Also, as a wooden elevator, it is considered to be of “cribbed” construction, meaning stacked lumber, as opposed to balloon frame construction.

The UC-Denver report on *Eastern Plains and Front Range Grain Elevators of Colorado* states that wood was the earliest construction material used for grain elevators. A disadvantage of wood was its high combustibility, particularly with elevators typically being located near railroad tracks where sparks could start a fire. The report cites the statistic that wood grain elevators had to be replaced at an average of every four years due to fires. (As noted below, the Louisville Elevator had an interior fire in the 1950s.)

The Louisville Grain Elevator is a three story building in the section of its tower. The following excerpt from the 1908 Sanborn fire insurance map for Louisville shows the layout:

Ethel, Howard Jr., Lois, and Louanna. Museum records indicate that Howard A. Moore served as mayor of Louisville from 1915 to 1917.

The following photos from the collections of the Louisville Historical Museum and Boulder's Carnegie Branch Library for Local History show the Grain Elevator while it was managed by Howard A. Moore:



Louisville Grain Elevator, 2/8/1916, Louisville Historical Museum



Louisville Grain Elevator, 2/8/1916, Carnegie Branch Library for Local History, Boulder



Louisville Grain Elevator, circa 1916, Carnegie Branch Library for Local History, Boulder



Louisville Grain Elevator, circa 1916, Carnegie Branch Library for Local History, Boulder

Louisville directories show that after the death of Howard Moore in 1934, his son, Donald (1909-1975), took over the management of the Elevator. Directories indicate that by 1943, Donald had left this position and the new manager was Wayne Bickel. Managers after this era are noted below.

The following advertisements for the Grain Elevator show that this was a longtime, active business that played a vital role in the economy of the Louisville area:

**Flour, Feed, Grain
and Grinding**

The price of wheat has advanced and flour will soon follow. Better take advantage of the price and lay in a supply. Special discount on five sacks or more. We mix and grind feed to suit you and make the price right. Call and be convinced. Phone Louisville 44

The Louisville Milling and Elevator Co.
H. A. MOORE, Mgr. Phone Louisville 44

From *Louisville News*, 1909, Louisville Historical Museum

H. A. Moore, Mgr. Phone Louisville 44

**The
Louisville Milling & Elevator Co.**

Louisville, Colorado

FLOUR, FEED AND GRAIN

Agents for Nonpareil Colorado-Made Flour
and Semolina, a Kansas Hard-Wheat Flour.

We Will Buy Your Wheat at Market Price—
At All Times.

R.L. Polk Directory, 1916, Boulder County, Louisville Historical Museum



Louisville Historical Museum

The Rex Theatre movie curtain, which is a painted canvas made in 1927-28 with advertisements of twenty-two Louisville businesses, includes the above advertisement for the Louisville Grain Elevator; the curtain currently is on exhibit at the Louisville Historical Museum.



From 1940 St. Louis Church Annual Bazaar booklet, Louisville Historical Museum



From *Louisville Times*, Sept. 3, 1942, commemorating the 50th anniversary of Methodist Church, Louisville Historical Museum

Howard Moore and Don Moore are remembered as having given jobs at the Elevator to Louisville's young men. For example, Lee Evans, who was born in 1917, worked at the Louisville Grain Elevator in the mid 1930s. In his autobiography, entitled *From Happy Valley to the Mountaintop*, he wrote: "As I grew older, I worked regularly after school and on Saturdays at the elevator, shoveling grain into the chute after it was delivered. I sacked grain and loaded it into cars and trucks for customers or for delivery on the elevator-owned truck into Denver. At my highest rate of pay, I got 50 cents a day! But I grew strong with the heavy work, and by the time I was seventeen I could grab the ear of a sack and lift a one hundred pound sack of grain with each hand and pitch it from the walkway up into a truck about four feet higher" (p. 71).

Thomas Family Association and Ownership

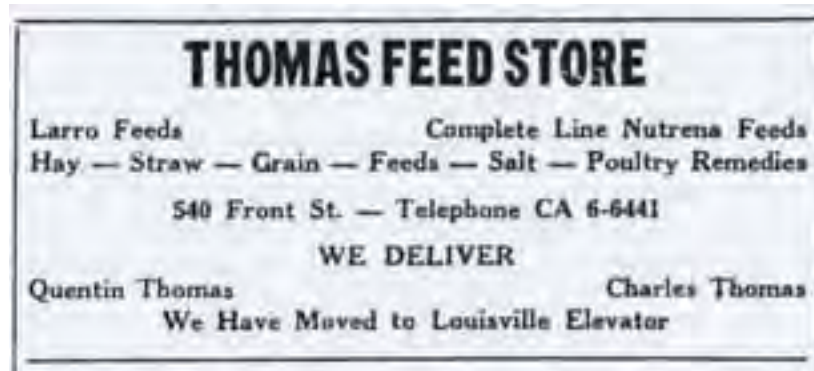
By the time of the 1946 Louisville directory, Charles Thomas had become the manager of the Grain Elevator. Charles Thomas' wife (Iona Bowes Thomas) and Donald Moore's wife (Sadie Bowes Moore) were sisters, perhaps leading to Charlie Thomas taking over the management of the Elevator not long after the tenure as manager by Donald Moore and his father. A newspaper account states that Thomas lost one hand while working with a corn conveyor at the Elevator. By 1949, the manager had become Vance Lynn, possibly as a result of Thomas' injury. According to the 1951, 1953, and 1955 directories for Louisville, the manager was Dan Gunkel.

In 1957, Charles Thomas (1912-2002) and his brother, Quentin Thomas (1908-1986), who had a feed store nearby on Pine Street, purchased the Grain Elevator from the Colorado Milling & Elevator Company. The deed states that it was purchased for "\$10 and other valuable consideration." This was the first time that the building became a locally owned business, after fifty years of outside ownership.

The Thomas family was a pioneer family of Louisville with varied business interests and properties. Charles Thomas and Quentin Thomas were the grandsons of Nicholas and Mary Thomas. Nicholas Thomas was from Wales and worked as a coal miner, while Mary Oldacre Thomas 's personal history includes the fact that she had worked as a chain maker as a young woman in England before marrying and coming to the United States. They immigrated from England in 1881 with their young son, Nicholas Thomas, Jr., and came to Louisville in 1883. In 1892, Mary Thomas was one of the founders of the Methodist Church in Louisville, still located at 741 Jefferson, along with other early English settlers in Louisville. The family homes were at 733 Pine and 700 Lincoln (which, like the Grain Elevator, is listed on the National and Colorado Registers of Historic Places). Nicholas Thomas Jr. helped stated the Big Six Coal Company , which operated the Sunnyside Mine just southeast of Louisville. Nicholas Jr. and his sons formed the Ko-Z Coal Company and operated the Fireside Mine in Louisville, after which today's Fireside Elementary School in Louisville is named. It is believed that they had other coal mining interests as well. Thomas family members also operated the City Market on Main Street and moved the business to a new building on Front Street that they constructed. The Thomas family ran the City Market from the Front Street location from about 1966 until 1982. This building at 637 Front later became the location of the U.S. Post Office in Louisville and is now the location of a restaurant and ice cream shop. Another business owned and operated by the Thomas family was the Thomas Feed Store on Pine Street.

In the 1950s, and before 1957, a fire at the Grain Elevator damaged the interior. It was believed to have been caused by spontaneous combustion. Louisville volunteer firefighters Herb Steinbaugh and Tommy Cable are credited with saving the building in a risky and dramatic effort. They climbed up onto the Elevator roof in order to spray water into the tower section. A 1999 *Denver Post* article about the Louisville Grain Elevator stated that the year of the fire was 1955.

It is believed that by this time, the emphasis was on using the Grain Elevator for animal feed as opposed to purchasing wheat from wheat farmers to send to flour mills in Denver. As noted above, Quentin Thomas had operated a feed store on the south side of Pine Street facing north, on the site of today's 637 Front Street. The following 1957 advertisement dates from the Thomas family's early ownership and shows that the Thomas Feed Store had been moved to be located at the nearby Grain Elevator:



From 1957 St. Louis Church Annual Bazaar booklet, Louisville Historical Museum

As noted in the April 4, 1999 *Denver Post* article about the Louisville Grain Elevator, “the automotive industry essentially made grain elevators obsolete, since trucks could load grain in the field and transport it.” The UC-Denver report on *Eastern Plains and Front Range Grain Elevators of Colorado* states that many grain elevators were abandoned between the 1930s and 1950s for basically this reason and because of the failure of railroad companies, the droughts of the 1930s, changes in transportation and farm mechanization, and other reasons.

Although it is believed that the Grain Elevator was not used for the storage of grain for human consumption after the 1950s, the scales continued to be useful for weighing purposes for several more years. This usage of the building continued into at least the mid 1960s. For example, a local teen working for a Louisville farm in the 1960s regularly drove truckloads of silage to the Elevator so that the truck could be weighed, with owner Quentin Thomas making the scales available. These scales from the Grain Elevator were later acquired by a Louisville farming family and are currently located on a Louisville farm. They are believed to have last been used on this farm in the 1990s.

According to the report by Anderson Hallas Architects, the Thomas family's feed store located in the Grain Elevator was open until as late as 1972.

County Assessor Cards

This image from the County Assessor shows the building in circa 1949-1958:



A statement written by the County Assessor's office in 1958 says "This building has been burned out on the inside but is still being used." (As noted above, this fire is believed to have occurred in around 1955.)

Placement on National Register and Colorado Register of Historic Places

In 1986, twelve historic buildings (seven residences and five businesses) in downtown Louisville were found to have met the required criteria and were placed on the National Register of Historic Places. The stated reason for the selection of the Grain Elevator was that "the elevator is historically and visually the most significant structure associated with the agricultural history of the community. Its frame construction and functional design illustrate an important resource type traditionally associated with agriculture. Listed under [Louisville](#) Multiple Resource Area and under [Railroads in Colorado, 1858-1948](#) Multiple Property Submission."

Statements of Significance from Architectural and Historical Surveys

The survey of this building conducted in 2000 for the State of Colorado gave the following statement of significance:

This building has been individually listed on the National Register of Historic Places. It is historically significant, relative to National Register Criterion A, for its association with the theme of agriculture during the first half of the twentieth century. The structure is architecturally significant, under National Register Criterion C, because it [is] one of the region's last remaining wooden grain elevators, and because of its rare stacked plank construction. The preservation of this building should be one of Louisville's highest preservation priorities.

The 1982 inventory record stated the building's special features to be "Multi-level steep gables, 50 feet high at highest gable; next to railroad track for transport" and gave the following statement of significance:

This tall frame structure, although badly deteriorated, provides a valuable visual record of the agricultural heritage of Louisville which has been so largely overshadowed by the pervasiveness of coal mining. . . . [I]ts location near the tracks, (like the early lumber companies), pointed out the fact that Louisville had become an important distribution point for agricultural products by the early 1900's.

The 1982 inventory records also stated that "rehabilitation would help preserve perhaps the only structural link to the agricultural heritage of the town."

Past Community Discussion About and Recognition of the Louisville Grain Elevator

A 1996 *Louisville Times* article pointed to the strong support expressed by the Economic Development Committee of the Downtown Business Association for saving and re-using the Grain Elevator, and stated:

Its roof is full of holes and its white painted is cracked and faded, but the 91-year-old elevator off Front Street is still coveted as a piece of Louisville's history.

The elevator is considered one of the city's last recoverable landmarks, and a coalition of downtown business interests and historical preservationists is exploring ways to return the building to its former glory and open it to the public.

Citing the DBA's Vice President, Cheri Ruskus, the article noted that "preserving a landmark on what will be an increasingly important gateway to Louisville when the 96th Street interchange opens could mean good things for downtown business."

1998 saw the completion of "A Preservation Master Plan: Louisville Colorado." This project and document were funded by the Louisville Downtown Business Association; Historic Boulder, Inc.; the Colorado Historical Society/State Historical Fund; and Boulder County Cultural Council, Tier III SCFD. The completed plan stated that the Economic Development Committee of the Downtown Business Association recognized the potential in sites such as the Grain Elevator "for multiple uses with significant public benefit."

A 1990s *Denver Post* article stated,

If an enthusiastic group of business owners, preservationists and architects has its way, a towering remnant of this town's rural past will someday welcome visitors to what has become a sprawling modern suburb. The group is studying the possibility of buying and renovating the historic Thomas Grain elevator, built about 1905. Located just a block from Main Street and adjacent to a still-active railway line, the grain elevator rises above Front and Pine streets in downtown Louisville.

A *Denver Post* article from the 1990s noted that the stacked plank method of construction of the Louisville Grain Elevator is unique. The article cited James Stratis, a restoration specialist for the Colorado Historical Society, as stating that "the elevator's role in the grain transportation system and its unique 'stacked-plank' architecture make the structure a national treasure."

In 2007, the organization Historic Boulder, Inc., which is a 501c3 preservation organization focused on the Boulder area, selected the Louisville Grain Elevator for placement on its endangered list.

Boulder County installed a large photo collage at the Boulder County Courthouse within the last two years. This collage includes a historic photo of the Louisville Grain Elevator in the top center because of its strong connection to Boulder County history. Color was added to the photo to reflect the building's original color, which is believed to have been a deep red color.

In 2011, the City of Louisville awarded a contract to Anderson Hallas Architects, PC to complete a structural assessment of the Louisville Grain Elevator. The contract was for \$38,000, which was funded by the City of Louisville through its Historic Preservation Fund. The report by Anderson Hallas Architects, PC, dated May 2, 2011, concluded that the building is structurally sound, barring a few areas of deterioration. The report contains recommendations for a work plan for the Elevator with several different phases and cost estimates.

Sources

The preceding research is based on a review of relevant and available online County property records, census records, and oral history interviews, and Louisville directories, newspaper articles, maps, files, obituary records, survey records, and historical photographs from the collection of the Louisville Historical Museum, as well as the following specific sources:

"Colorado News Items." *Longmont Ledger*, Feb. 10 1905. Accessed at www.coloradohistoricnewspapers.org.

"Curtains up on Louisville restoration: Grain elevator part of 10-year plan to bring back 119-year history." *Daily Times-Call* (Longmont), 1997 (exact date unknown).

"Grain elevator a silent sentinel of plains." *Denver Post*, Apr. 4, 1999.

"Historic preservation proposed on Front St." *Louisville Times*, 1996 (exact date unknown).

"Louisville group hopes to use historic elevator as visitors site." *Denver Post*, 1990s; specific date unknown.

"New Incorporations." *Denver Post*, Aug. 4, 1906. Accessed at www.genealogybank.com.

"New Incorporations." *Denver Post*, May 30, 1902. Accessed at www.genealogybank.com.

"The grain elevator that time forgot: City launches structural assessment as part of effort to preserve 1903 building." *Daily Camera* (Boulder), Oct. 5, 2010.

"Wheat Growers in Louisville Want to See Mr. Mullen." *Denver Post*, Sept. 8, 1918. Accessed at www.genealogybank.com.

Anderson Hallas Architects, PC. Louisville Grain Elevator: Historic Structure Assessment. May 2, 2011.

Boulder County website, www.bouldercounty.org (used for accessing property records and assessor records).

Carnegie Branch Library for Local History, City of Boulder website. www.boulderlibrary.org/carnegie/ (used for various resources, including historic photos of the Louisville Grain Elevator and oral history interview of Merwin Jay Harrison, 1996).

Convery, William J. *Pride of the Rockies: The Life of Colorado's Premiere Irish Patron, John Kernan Mullen*. Boulder: University of Colorado Press, 2000.

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**SUBJECT: DISCUSSION/DIRECTION/ACTION –
SOUTH STREET GATEWAY UNDERPASS DESIGN**

DATE: JULY 16, 2013

PRESENTED BY: KURT KOWAR, PUBLIC WORKS

SUMMARY:

The South Street Gateway Underpass (a pedestrian and bicycle connection under the BNSF rail road) has been advanced to 30% design by the City's consultant, Atkins North America (Atkins), based on the conceptual design approved by City Council in the 42 Gateway Corridor Project. The project will create an eastern gateway to the City connecting downtown to the Highway 42 Revitalization Area and provide a key missing link in the City's multipurpose trail network.

Construction of the underpass will impact five properties east of the railroad tracks. Staff is currently working with the owner of these properties to minimize impacts and provide alternate alley access. Any required modifications will be included in the underpass plans.

On June 10th, staff presented design options to the Louisville Revitalization Commission (LRC) for comments and that evening, staff presented the same options to the public. Design options created by Atkins included two architectural alternatives, two hardscape alternatives, and two landscape alternatives. The first architectural option was a contemporary masonry structure and the second, an interpretive steel and masonry structure. The landscape and hardscape options included a formal treatment that had the appearance of being "planned" with the second organic option having more of a "natural" appearance.

Atkins and staff developed revised conceptual designs based on comments received from the public and LRC. These are included in the attached PowerPoint presentation for Council consideration and direction to staff. The landscape and hardscape revised option is a "hybrid" between the original formal and organic treatments. Staff believes that, of the revised architectural options, the interpretive steel and masonry structure of Option "B" will best complement the existing downtown architecture. Examples of existing downtown architectural elements are included in the PowerPoint presentation.

RECOMMENDATION:

Staff recommends that City Council pass a motion directing staff to finalize the 60% design concepts for the South Street Gateway Underpass under design Option "B". This direction would enable staff and the project team to complete the 60% design for the underpass and proceed with submission to the BNSF.

SCHEDULE UPDATE:

Atkins is on schedule to complete the final design by the first quarter of 2014. Staff anticipates construction of the bridge structure by the BNSF will begin in the second quarter of 2014 concurrent with bidding of the City contracted portion of the work. The goal is to have the City's portion of the work under construction by the third quarter of 2014. However, this schedule is contingent upon plan approval by the BNSF and upon the BNSF's timetable to construct the bridge under the railroad tracks.

BUDGET UPDATE:

Atkins is currently under contract to complete 100% construction plans by first quarter 2014. The 2014 proposed budget includes \$2,418,000 in the Capital Projects Fund and \$182,000 in the Storm Water Utility Fund for construction.

ATTACHMENT(S):

1. PowerPoint Presentation

The 42 Gateway

Final Design Concepts

Prepared By:
City of Louisville

In association with:
Atkins, Winston/MIG, David Evans and Associates

Context

Historic Architectural Heritage

Architectural Heritage Preference



42 Gateway

Context

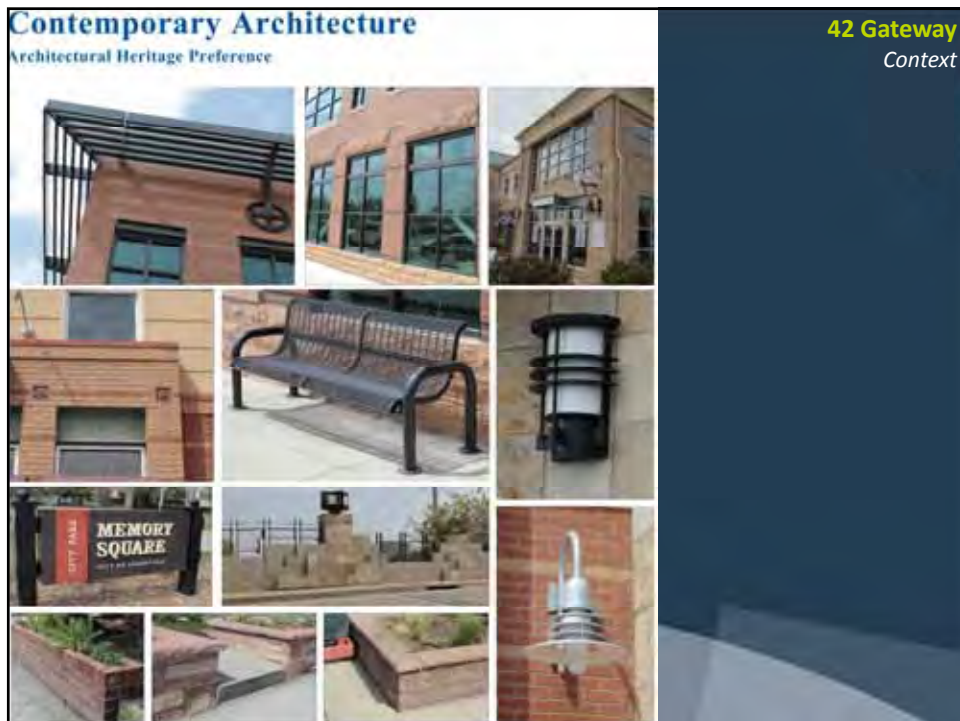
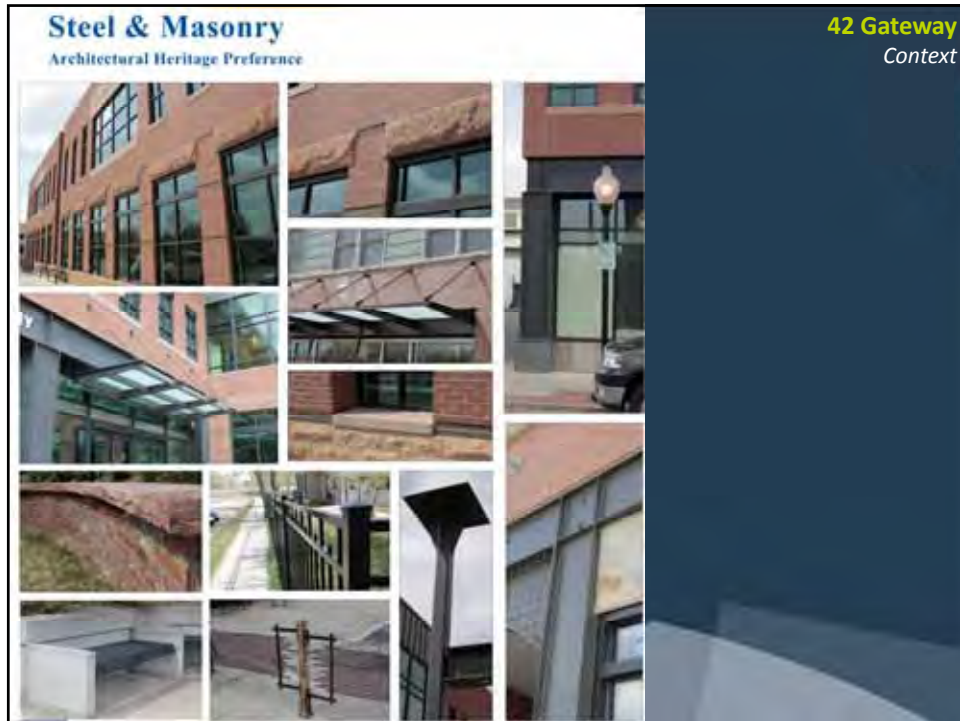
Mining Heritage

Architectural Heritage Preference



42 Gateway

Context





Option A



Option A - Additional Views



Option B (Recommended)



Option B - Additional Views



Hybrid Landscape and Hardscape

**SUBJECT: DISCUSSION/DIRECTION – REGULATION OF RETAIL
MARIJUANA**

DATE: JULY 16, 2013

**PRESENTED BY: MALCOLM FLEMING, CITY MANAGER
SAM LIGHT, CITY ATTORNEY
HEATHER BALSER, DEPUTY CITY MANAGER
BRUCE GOODMAN, POLICE CHIEF
TROY RUSS, PLANNING AND BUILDING SAFETY DIRECTOR
CAROL HANSON, DEPUTY CITY CLERK**

SUMMARY:

At the March 19, 2013 regular City Council meeting, City Council directed staff to prepare for the allowance and regulation of marijuana establishments. If the City does not prohibit retail marijuana establishments, Amendment 64 authorizes local governments to enact regulations governing the time, place, manner and number of marijuana establishment operations. Amendment 64 does not provide any detail as to the form these time, place and manner regulations may take except to state they may not conflict with Amendment 64, the regulations adopted by the Department of Revenue (the “Department”), or any statutes enacted by the Legislature.

At the end of the legislative session, the Colorado Legislature adopted H.B. 13-1317, H.B. 13-1318, and S.B. 13-283 concerning retail marijuana. On July 1, the Department issued emergency rules concerning retail marijuana, which rules will expire 120 days from the date of adoption. The Department has stated it intends to adopt final rules by January 1, 2014.

In preparation for drafting ordinances for Council consideration, the City Attorney and staff reviewed the emergency rules and new laws and have identified items that require specific direction from City Council. In general, does City Council wish to regulate retail marijuana similar to how the City regulates alcohol sales? Or, does Council believe additional regulations are necessary; specifically:

1. Licensing

Amendment 64 appears to establish a single licensing system for recreational marijuana establishments with the license issued by the state. However, H.B. 13-1317 allows (but does not mandate) a dual licensing scheme. This is somewhat similar to medical marijuana and retail liquor establishments, which are licensed by both the State and local licensing authority. However, while state law *requires* medical marijuana and retail liquor establishments to obtain both State and local licenses, H.B. 13-1317 makes the local license optional and requires a municipality to affirmatively adopt an ordinance if it desires to license retail marijuana establishments. Another notable difference between liquor licensing and retail marijuana licensing is that liquor license applications are first

reviewed by the local licensing authority and then by the State. In contrast, an applicant for a retail marijuana establishment will receive a State license first, which license is conditioned upon local approval. Local licensing is a significant consideration because it allows some measure of local control over retail marijuana establishments. Staff supports the dual licensing scheme, with the Louisville Licensing Authority issuing licenses for retail marijuana establishments, but wants to confirm City Council concurrence.

To provide some additional background on licensing, H.B. 13-1317 gives existing licensed medical marijuana businesses an opportunity to convert to retail marijuana establishments before other new businesses will be licensed. Specifically, existing medical marijuana businesses may begin applying for State retail marijuana licenses on October 1, and State licenses must be issued before January 1, 2014. After January 1, persons not licensed for medical marijuana may file a notice of intent to apply for a retail license and may apply for a State license beginning July 1, 2014.

2. Land Use / District Regulations

- A. Does the City Council wish to place a cap on the number of retail marijuana establishments? Amendment 64 states local governments may adopt regulations governing the number of marijuana establishment operations. If the locality has adopted a numerical limit and a greater number of applicants seek licenses, the Department “shall solicit and consider input from the locality as to the locality’s preference or preferences for licensure.”
- B. Similar to medical marijuana businesses, the City can adopt land use regulations for retail marijuana establishments. Currently medical marijuana centers are only allowed to be located in the Commercial Business (CB) District. Does City Council wish to expand possible locations to other zoning districts? The other zone districts where general retail sales are allowed, and recreational marijuana sales could make sense, are Commercial Community (CC) and Planned Community Zone District – Commercial (P-C). Attached is a map showing potential locations based on zoning category. Staff requests direction on other zone districts that Council would consider for retail marijuana establishments.

3. Location / Performance Criteria/Colocation

Does City Council want to outline specific location and performance standards for retail marijuana sales? Currently, retail liquor stores are prohibited from locating within 500’ of a school, university, college or seminary and are required to stop alcohol sales by 12 a.m. Additional clarification from City Council would be helpful with performance standards; specifically:

- A. The City can adopt minimum distance restrictions between retail marijuana establishments and schools, parks and other marijuana establishments similar to those adopted for medical marijuana businesses. Attached are maps showing how

such distance requirements - 500 ft., 1,000 ft. and 1,320 ft. - would affect the number of establishments within certain zoning districts. Medical marijuana centers are currently required to be at least 1,320 feet from: another medical marijuana center; a public or private preschool, elementary, middle, junior high, or high school; a public playground or outdoor pool; an outdoor education facility serving children; an alcohol or drug treatment facility; the principal campus of a college, university, or seminary; or a residential child care facility, while establishments with liquor licenses are required to be at least 500 feet from only schools, colleges, universities, and seminaries. Please provide direction as to the preference for an established distance requirement.

It is important to note the U.S. Attorney's Office and the Drug Enforcement Administration notified all medical marijuana outlets in the state within 1,000' of a school that they had 45 days to close. All of the businesses notified have subsequently closed. Does the City want to address recent enforcement activity from the federal level?

- B. Additionally, the City is permitted to establish specific performance standards. Specifically, is City Council interested in specifying building size limitations? The medical marijuana ordinance currently limits the amount of leasable floor space dedicated to medical marijuana sales to 1,800 square feet. The State laws and regulations do not address hours of operation for retail marijuana establishments. Does the City want to limit hours of operation of retail marijuana stores?
- C. Does the City want to allow colocation (i.e., dual use of the same location) for medical marijuana businesses and retail marijuana establishments? The Department's emergency rules generally allow colocation if the local jurisdiction permits it. Medical marijuana centers and retail marijuana stores can share premises only if persons under the age of 21 are prohibited from the premises.

4. Sign Control

Is City Council interested in controlling the content of signs for retail marijuana? Currently medical marijuana businesses are required to follow the Commercial Development Design Standards and Guidelines (CDDSG) requirements. Additionally, if the term "marijuana" or an equivalent symbol (e.g., marijuana leaf) is used on a sign, or in any advertising, it must be preceded by the word "medical." While H.B. 13-1317 states the Department's rules will address signage, marketing and advertising, its emergency rules do not regulate signs and advertising other than a prohibition on false or misleading statements. The Department has stated in its emergency rules that it wants input from the public and the CDPHE before it adopts sign and advertising regulations.

5. Cultivation and Other Types of Retail Marijuana Establishments

Does the City want to allow marijuana cultivation facilities, marijuana product manufacturing facilities or marijuana testing facilities in addition to retail marijuana stores? Cultivation and manufacturing for medical marijuana are prohibited under the City's current medical marijuana ordinance. Deciding whether to allow such facilities in Louisville is a policy matter for City Council to decide. However, if allowed, staff recommends such facilities be allowed only in specific zone districts. Should cultivation, manufacturing and testing be allowed, staff suggests they be allowed only in the Industrial (I) and Planned Community Zone District – Industrial (P-I) zone districts.

6. Coordination with Medical Marijuana Regulations

As noted above, the Department's emergency rules generally allow colocation if the local jurisdiction permits it. Also, those rules, Amendment 64 and H.B. 13-1317 address how existing medical marijuana establishments may convert their licenses. If the City allows retail marijuana stores, these provisions raise certain issues regarding coordination with existing medical marijuana rules. For example:

- A. Does the City want to allow changes in location of premises for retail stores and/or medical marijuana stores? State rules for both types of facilities allow applications for change of location; the City's current medical marijuana ordinance does not permit change of location.
- B. May licenses be transferred incident to a conversion, or generally? Again, state rules for both allow transfers and the City's current medical marijuana ordinance does not permit transfers.

The proposed timeline to enact an ordinance or ordinances related to retail marijuana is to proceed with the direction this evening, draft the appropriate ordinances and have discussion with the Licensing Authority in July, review at Planning Commission in August with City Council consideration in September.

FISCAL IMPACT:

Allowing and regulating recreational marijuana retail stores and, if the City Council also authorizes them, cultivation facilities, product manufacturing facilities, and testing facilities, could increase revenue to the City from sales taxes and property taxes (if new facilities are constructed). In November 2013, the State's registered electors will vote on the implementation of a special State sales and excise tax on retail marijuana. If the tax is approved by the voters, a portion of that sales and excise tax would be returned to the municipalities where the marijuana establishments are located. The amount of such tax revenue is unknown.

If the Council allows and regulates retail marijuana establishments, there would be unknown costs associated with developing, implementing and enforcing the new

regulations. The cost of enforcing Louisville's existing regulations pertaining to medical marijuana establishments is relatively small and significantly offset by the sales tax revenue generated by those establishments.

RECOMMENDATION:

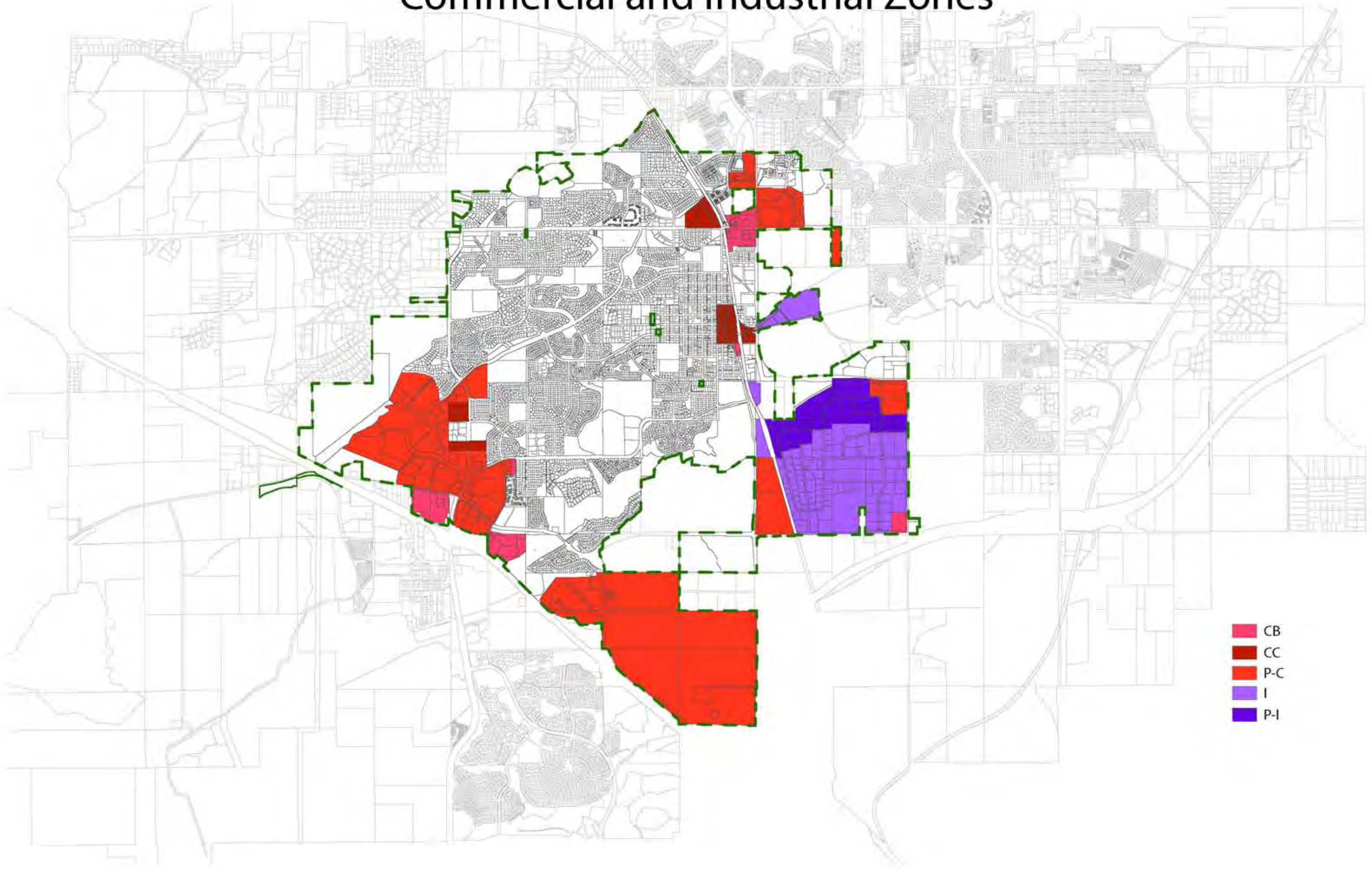
This is a significant policy issue and staff is requesting direction on issues 1-6 discussed above. To summarize, the questions are:

1. **Licensing.** Does Council support the dual licensing scheme, with the Louisville Licensing Authority issuing licenses for retail marijuana establishments?
2. **Land Use / District Regulations.**
 - A. Does Council wish to place a cap on the number of retail marijuana establishments?
 - B. Does Council wish to expand possible locations to zoning districts other than the Commercial Business (CB) District, where medical marijuana centers are located, to Commercial Community (CC) and Planned Community Zone District - Commercial (P-C)?
3. **Location / Performance Criteria/Colocation.**
 - A. Does Council want to outline specific location and performance standards for retail marijuana sales? If so, what is Council's preference for a distance requirement?
 - B. Is Council interested in specifying building size limitations?
 - C. Does the Council want to allow colocation (i.e., dual use of the same location) for medical marijuana businesses and retail marijuana establishments?
4. **Sign Control.** Is Council interested in controlling the content of signs for retail marijuana?
5. **Cultivation and Other Types of Retail Marijuana Establishments.** Does Council want to allow marijuana cultivation facilities, marijuana product manufacturing facilities or marijuana testing facilities in addition to retail marijuana stores?
6. **Coordination with Medical Marijuana Regulations**
 - A. Does Council want to allow changes in location of premises for retail stores and/or medical marijuana stores?
 - B. May licenses be transferred incident to a conversion, or generally?

ATTACHMENT:

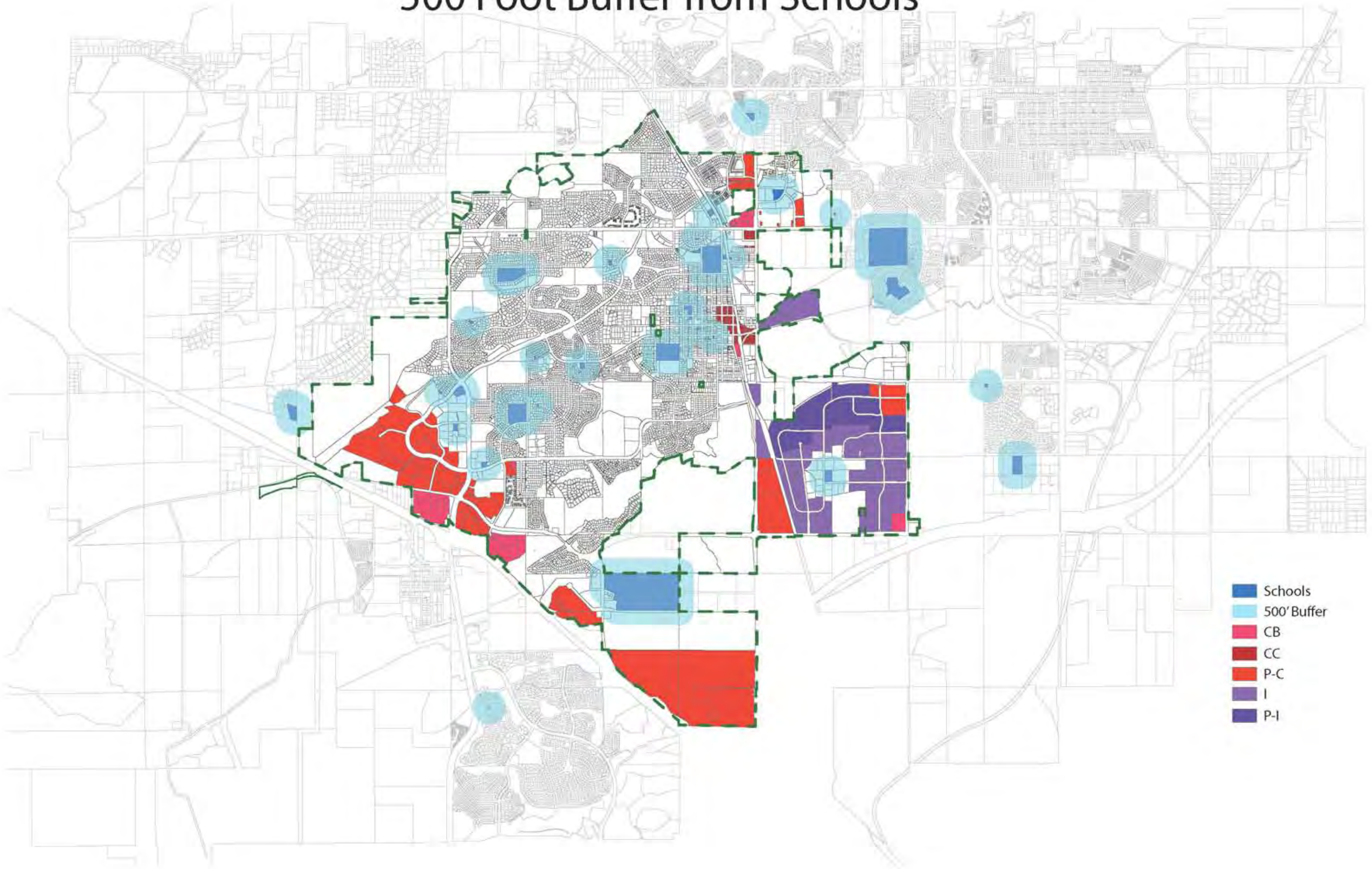
Maps

Commercial and Industrial Zones

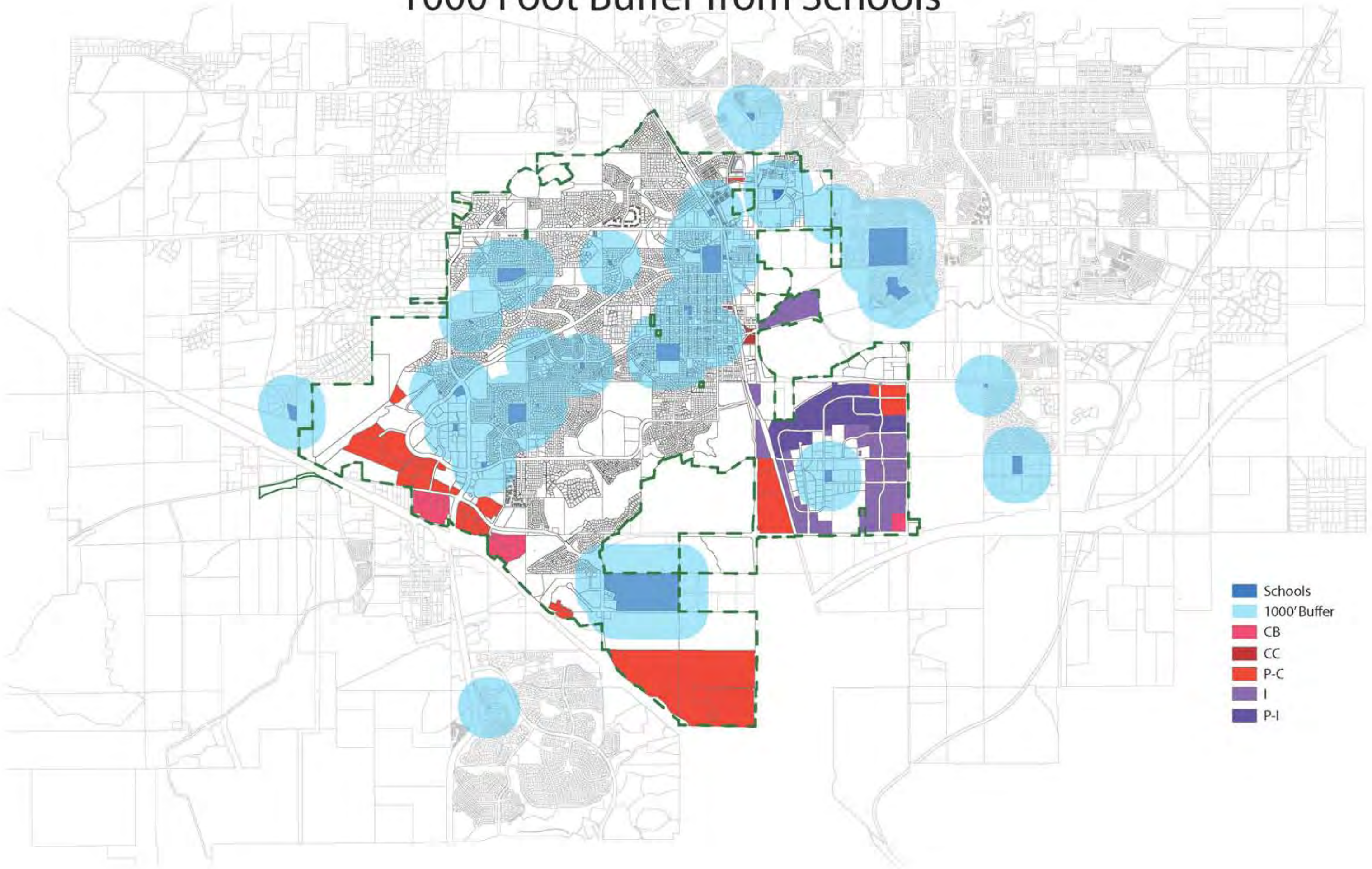


- CB
- CC
- P-C
- I
- P-I

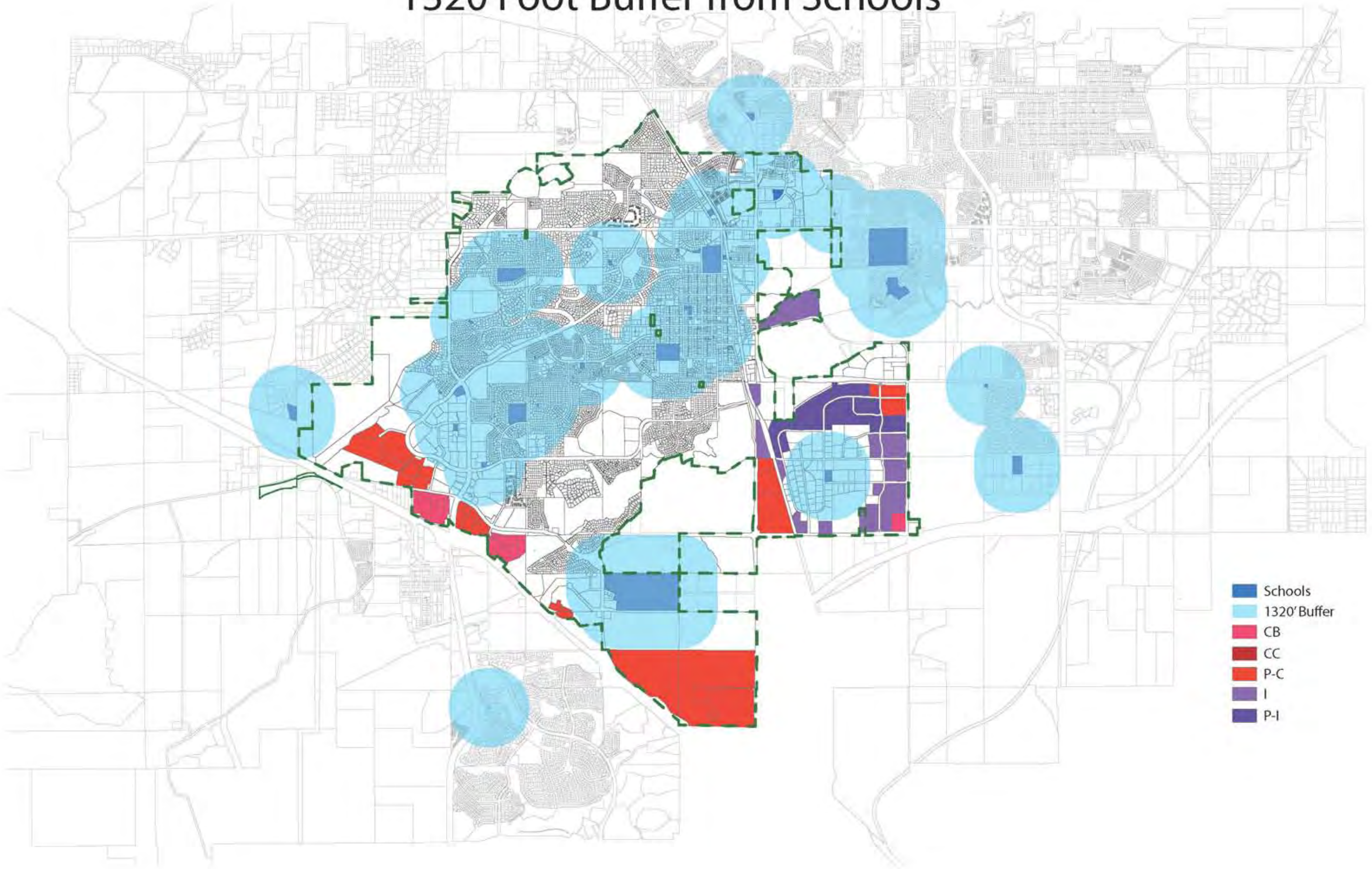
500 Foot Buffer from Schools



1000 Foot Buffer from Schools



1320 Foot Buffer from Schools



SUBJECT: **ORDINANCE NO. 1636, SERIES 2013 – AN ORDINANCE AUTHORIZING THE ISSUANCE AND SALE OF THE CITY OF LOUISVILLE, COLORADO, WATER AND WASTEWATER ENTERPRISE REVENUE REFUNDING BONDS, SERIES 2013, PAYABLE SOLELY OUT OF THE NET REVENUES TO BE DERIVED FROM THE OPERATION OF THE CITY’S WATER AND WASTEWATER ENTERPRISE; AND PROVIDING OTHER DETAILS CONCERNING THE BONDS, INCLUDING, WITHOUT LIMITATION, COVENANTS AND AGREEMENTS IN CONNECTION THEREWITH. 1ST READING – SET PUBLIC HEARING.**

DATE: **JULY 16, 2013**

PRESENTED BY: **KEVIN WATSON, FINANCE**

SUMMARY:

In 2003, the City of Louisville issued a revenue bond to fund a loan from the Colorado Water Resources and Power Development Authority in the amount of \$13.8 million at an interest rate of 2% to 4 1/8%. There is currently \$8.905 million in principal left on the bond. The net effective interest rate on the existing bond is approximately 3.75%.

Favorable interest rates make it appropriate to refinance the bond by issuing refunding bonds and prepay the existing debt. The City’s Financial Advisor, BLX Group, Sherman & Howard, Bond Counsel, and City staff have developed and issued on June 17, 2013 a Request for Proposals to purchase the refunding bonds. The proposals are due July 10, 2013 and the City anticipates selecting a preferred purchaser by July 15, 2013.

FISCAL IMPACT:

The proposed Ordinance allows the transaction to be completed so long as present value savings are at least \$250,000 and the net effective interest rate on the new debt does not exceed 3.25%. While the interest rate markets are going through some volatility at the moment, the projected interest rate for the refunding is currently estimated at 2.50%, which would produce present value savings of approximately \$500,000.

The refunding will also allow the City to change the bond covenants. For example, the additional bonds test is less restrictive under the new covenants than the old, the gross revenue definition used in the revenue coverage test is more refined under the new covenants than the old, and the required operations and maintenance reserve under the old covenants will not be required in connection with the new bond issue.

SUBJECT: ORDINANCE NO. 1636, SERIES 2013

DATE: JULY 16, 2013

PAGE 2 OF 2

RECOMMENDATION:

Approve Ordinance No. 1636, Series, 2013, and set second reading and public hearing for August 6, 2013.

ATTACHMENT(S):

1. Ordinance No. 1636, Series 2013 – Bond Ordinance
2. Bond Purchase Agreement (preliminary draft)
3. Paying Agent Agreement (preliminary draft)
4. Request for Proposals (RFP) to Purchase Revenue Bonds

ORDINANCE NO. 1636
SERIES 2013

AN ORDINANCE AUTHORIZING THE ISSUANCE AND SALE OF THE CITY OF LOUISVILLE, COLORADO, WATER AND WASTEWATER ENTERPRISE REVENUE REFUNDING BONDS, SERIES 2013, PAYABLE SOLELY OUT OF THE NET REVENUES TO BE DERIVED FROM THE OPERATION OF THE CITY'S WATER AND WASTEWATER ENTERPRISE; AND PROVIDING OTHER DETAILS CONCERNING THE BONDS, INCLUDING, WITHOUT LIMITATION, COVENANTS AND AGREEMENTS IN CONNECTION THEREWITH.

WHEREAS, the City of Louisville, in the County of Boulder and State of Colorado (the "City") is a municipal corporation duly organized and existing under the laws of the State of Colorado and in particular under the provisions of Article XX of the Constitution of the State of Colorado and the City's Charter (the "Charter"); and

WHEREAS, the members of the City Council (the "Council") have been duly elected and qualified; and

WHEREAS, pursuant to Sections 12-1(a) and 13-1 of the Charter, the City may borrow money and issue securities or enter into other obligations to evidence such borrowing in any form and in any manner determined by the Council to be advantageous to the City, subject to the State Constitution and notwithstanding any limitations in the State statutes; and

WHEREAS, the City has heretofore determined and undertaken to combine, operate, and maintain its water and wastewater facilities, including all facilities, properties and equipment utilized in the provision of water or wastewater or stormwater services, as a public utility and income-producing project (the "System") and accounts for the financial operations of the System in the City's Water and Wastewater Activity Enterprise Fund; and

WHEREAS, the Council has determined that the System constitutes an enterprise pursuant to Article X, Section 20 of the Colorado Constitution; and

WHEREAS, the City, acting by and through the City of Louisville Water and Wastewater Enterprise, has previously issued a Governmental Agency Bond dated as of June 1, 2003 to the Colorado Water Resources and Power Development Authority (the "Authority") in the original principal amount of \$13,800,000 to evidence a loan (the "2003 Loan") made by the Authority to the City, pursuant to a Loan Agreement dated as of June 1, 2003 (the "2003 Loan Agreement"); and

WHEREAS, the City is not delinquent in the payment of any amounts due under the 2003 Loan; and

WHEREAS, the Council has determined, and hereby determines, that it is necessary and in the best interest of the City and its inhabitants that the City exercise its option to prepay all of the amounts due and owing under the 2003 Loan (the “Refunding Project”); and

WHEREAS, the Council therefore deems it necessary and advisable to issue its “City of Louisville, Colorado, Water and Wastewater Enterprise Revenue Refunding Bonds, Series 2013” (the “Bonds”), for the purpose of accomplishing the Refunding Project; and

WHEREAS, except for the 2003 Loan which will be prepaid with the net proceeds of the Bonds, the City has not pledged nor in any way hypothecated revenues derived and to be derived directly or indirectly from the operation of the System to the payment of any securities or for any other purpose (excluding securities which have heretofore been redeemed in full, as to all principal, premium, if any, and interest, or are otherwise not outstanding) and with the result that the Net Revenues may now be pledged lawfully and irrevocably for the payment of the Bonds, and they may be made payable from the Net Revenues; and

WHEREAS, a form of Bond Purchase Agreement (the “Bond Purchase Agreement”) relating to the purchase of the Bonds by a purchaser to be determined in accordance with the terms and provisions of this Ordinance (the “Purchaser”) has been filed with the City; and

WHEREAS, pursuant to Section 11-57-203, Colorado Revised Statutes, as amended, the City desires to delegate to the City Manager and the Finance Director the power to determine the Purchaser, accept the Bond Purchase Agreement and to make certain other determinations with respect to the Bonds, including without limitation, the rate of interest on the Bonds, the redemption provisions of the Bonds, the price at which the Bonds will be sold, the aggregate principal amount of the Bonds to be issued, the amount of principal maturing, or subject to mandatory redemption, in any particular year, and the existence and amount of any reserve fund securing the Bonds; and

WHEREAS, there has been filed with the City Clerk the following documents: (a) the form of Registrar and Paying Agent Agreement between the City and U.S. Bank National Association, as registrar and paying agent (the “Paying Agent Agreement”); and (b) the form of the Bond Purchase Agreement; and

WHEREAS, the Council has determined and does hereby declare:

- A. It is advantageous and favorable to the City and its inhabitants to prepay the 2003 Loan in whole and to issue the Bonds;
- B. The Bonds shall be issued to finance the Refunding Project;
- C. The Net Revenues shall be pledged to the payment of the Bonds;

D. The Bonds shall be sold to the Purchaser in accordance with the Bond Purchase Agreement, and such sale is to the best advantage of the City; and

E. All action preliminary to the authorization of the issuance of the Bonds has been taken.

NOW, THEREFORE, BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF LOUISVILLE, COLORADO:

ARTICLE I

DEFINITIONS, INTERPRETATION, RATIFICATION AND EFFECTIVE DATE

Section 101. Short Title. This ordinance shall be known as and may be cited by the short title “2013 Bond Ordinance” (the “ordinance”).

Section 102. Meanings and Construction.

A. Definitions. The terms in this Section for all purposes of this ordinance and of any ordinance amendatory hereof or supplemental hereto, or relating hereto, and of any other ordinance or any other document pertaining hereto, except where the context by clear implication otherwise requires, shall have the meanings herein specified:

“acquire” or “acquisition” means the opening, laying out, establishment, purchase, construction, securing, installation, reconstruction, lease, gift, grant from the Federal Government, the State, any body corporate and politic therein, or any other Person, the endowment, bequest, devise, transfer, assignment, option to purchase, other contract, or other acquisition, or any combination thereof, of any properties pertaining to the System, or an interest therein, or any other properties herein designated.

“Bond Counsel” means an attorney or a firm of attorneys, designated by the City of nationally recognized standing in matters pertaining to the tax status of interest on bonds issued by states and their political subdivisions, duly admitted to the practice of law before the highest court of any state of the United States of America or the District of Columbia.

“Bond Fund” means the special account designated as the “City of Louisville, Colorado, Water and Wastewater Enterprise Revenue Refunding Bonds, Series 2013 Bond Fund” created pursuant to Section 605 hereof.

“Bond Year” means the twelve (12) months commencing on the second day of December of any calendar year and ending on the first day of December of the next succeeding calendar year.

“Bonds” means those securities issued hereunder and designated as the “City of Louisville, Colorado, Water and Wastewater Enterprise Revenue Refunding Bonds, Series 2013.”

“Business Day” means a day which is not (i) a Saturday, Sunday or legal holiday on which banking institutions in the State of Colorado, the State of New York, or the state in which the principal office of the Paying Agent is located are authorized by law to close, (ii) a day on which the New York Stock Exchange is closed, or (iii) a day on which the Federal Reserve is closed.

“Capital Improvements” means the acquisition of land, easements, facilities, and equipment (other than ordinary repairs and replacements), and those property improvements or any combination of property improvements which will constitute enlargements, extensions or betterments to the System and will be incorporated into the System.

“Charter” means the home rule charter of the City, as from time to time amended.

“City” means the City of Louisville, Colorado, or any successor municipal corporation owning the System.

“City Clerk” means the City Clerk of the City, or his or her successor in functions, if any.

“City Manager” means the duly appointed and acting City Manager of the City.

“Closing Date” means the date of delivery of and payment for the Bonds.

“Commercial Bank” means a state or national bank or trust company which is a member of the Federal Deposit Insurance Corporation (or any successors thereto) and of the Federal Reserve System, which has a capital and surplus of \$75,000,000 or more, and which is located within the United States of America.

“Costs of Issuance” means all financial, legal and accounting fees, the fees and expenses of the Paying Agent, and all costs of printing, mailing and publication and similar costs incurred in connection with the sale and issuance of the Bonds.

“Costs of Issuance Fund” means the “City of Louisville, Colorado, Water and Wastewater Enterprise Revenue Refunding Bonds, Series 2013 Costs of Issuance Fund” established with the Paying Agent and referred to herein in Section 502 hereof.

“Council” means the City Council of the City, and any successor governing body of the municipal corporation owning the System.

“Debt Service Requirements” means the principal of, any prior redemption premiums due in connection with, and the interest on any Bonds or other securities payable from the Net Revenues and heretofore or hereafter issued, if any, or such part of such securities as may be designated; provided that the determination of the Debt Service Requirements of any securities shall assume the redemption and payment of such securities on any applicable mandatory redemption date. When computing the Debt Service Requirements for any issue of Variable Rate Bonds, it shall be assumed that any such securities Outstanding at the time of the computation will bear interest during any period at the highest of (a) the actual rate on the date of calculation, or if the securities are not yet outstanding, the initial rate (if established and binding), (b) if the securities have been outstanding for at least twelve (12) months, the average rate over the twelve (12) months immediately preceding the date of calculation, and (c) (i) if interest on the securities is excludable from gross income under the applicable provisions of the Tax Code, the average of the SIFMA Index during the preceding twelve (12) months plus one hundred (100) basis points, or (ii) if interest is not so excludable, the interest rate on direct Federal Securities with comparable maturities plus fifty (50) basis points. It is to be further assumed that any such Variable Rate Bonds that may be tendered prior to maturity for purchase at the option of the owner thereof will mature on their stated maturity dates or mandatory redemption dates.

For purposes of calculating the Debt Service Requirements, if a Parity Financial Products Agreement has been entered into by the City with respect to the Bonds or any Parity Bonds, interest on the Bonds or such Parity Bonds shall be included in the calculation of such principal and interest by including for each Fiscal Year an amount equal to the amount of interest payable on the Bonds or such Parity Bonds in such Fiscal Year during such period determined as hereinabove provided plus any Financial Products Payments payable in any such Fiscal Year minus any Financial Products Receipts receivable in any such Fiscal Year; provided that in no event shall any calculation made pursuant to this sentence result in a number less than zero being included in the calculation of such interest.

In determining the amount of any Financial Products Payments or Financial Products Receipts on any interest rate swaps or other similar Financial Products Agreement which Payments or Receipts are based on interest rates which are not fixed in percentage for the entire term of the Financial Products Agreement, such amount shall be calculated by assuming such variable interest rate is a fixed interest rate equal to the average of the daily interest rate for such Payments or Receipts under such Financial Products Agreement during the twelve months preceding the calculation or during the time the Financial Products Agreement has been in effect if less than twelve months and if such Financial Products Agreement is not then in effect, the variable interest rate shall be deemed to be a fixed interest rate equal to the average daily interest rate for such Payments or Receipts which would have been applicable if such Financial Products Agreement had been in effect for the preceding twelve month period, all as set forth in a certificate of the Finance Director.

In determining the amount of any Financial Products Payments or Financial Products Receipts on any interest rate cap, floor, collar or other similar Financial Products Agreement with respect to Parity Bonds which are Variable Rate Bonds, such amount shall be calculated by assuming the interest rate on the related Variable Rate Bonds will be a

fixed interest rate equal the average of the daily interest rate on such Variable Rate Bonds during the twelve months preceding the calculation or during the time the Variable Rate Bonds are Outstanding if less than twelve months and if such Variable Rate Bonds are not at the time of calculation Outstanding, the variable interest rate shall be deemed to be a fixed interest rate equal to the average daily interest rate which such Variable Rate Bonds would have borne if they had been Outstanding for the preceding twelve month period as estimated by the Finance Director, all as set forth in a certificate of the Finance Director. In determining the amount of any Financial Products Payments or Financial Products Receipts on any interest rate cap, floor, collar or other similar Financial Products Agreement with respect to Parity Bonds bearing interest at a fixed rate, such amount shall be the amount payable or receivable annually determined as of the date of issuance of the Parity Bonds as set forth in a certificate of the Finance Director.

“Events of Default” means the events stated in Section 1003 hereof.

“Federal Government” means the United States of America and any agency, instrumentality or corporation thereof.

“Federal Securities” means bills, certificates of indebtedness, notes, or bonds which are direct obligations of, or the principal and interest of which obligations are unconditionally guaranteed by, the United States of America.

“Finance Director” means the duly appointed Finance Director of the City, or his or her successor in functions, if any.

“Financial Products Agreement” means an interest rate swap, cap, collar, floor, other hedging agreement, arrangement or security, however denominated, entered into by the City with a Provider not for investment purposes but with respect to the Bonds or specific Parity Bonds and providing that any payments by the City thereunder shall be made only from Net Revenues and for the purpose of (i) reducing or otherwise managing the City’s risk of interest rate changes or (ii) effectively converting the City’s interest rate exposure, in whole or in part, from a fixed rate exposure to a variable rate exposure, or from a variable rate exposure to a fixed rate exposure.

“Financial Products Payments” means payments periodically required to be paid to a Provider by the City pursuant to a Financial Products Agreement but specifically not including any termination, settlement or similar payments required to be paid upon an early termination of the Financial Products Agreement or as a result of any event of default thereunder.

“Financial Products Receipts” means amounts periodically required to be paid to the City by a Provider pursuant to a Financial Products Agreement but specifically not including any termination, settlement or similar payments required to be paid upon an early termination of the Financial Products Agreement or as a result of any event of default thereunder.

“Fiscal Year” means the calendar year or any other 12 month period hereafter selected by the City as its fiscal year.

“Gross Revenues” means all income, charges and revenues derived directly or indirectly by the City from the operation and use of and otherwise pertaining to the System, or any part thereof, whether resulting from Capital Improvements or otherwise, and includes all income, charges and revenues received by the City from the System, including without limitation:

(a) All fees, rates and other charges for the use of the System, or for any service rendered by the City in the operation thereof, directly or indirectly, the availability of any such service, or the sale or other disposal of any commodities derived therefrom, including, without limitation, connection charges, but:

(i) Excluding any moneys borrowed and used for the acquisition of Capital Improvements or for the refunding of securities, and all income or other gain from any investment of such borrowed moneys;

(ii) Excluding any moneys received as grants, appropriations or gifts from the Federal Government, the State, or other sources, the use of which is limited by the grantor or donor to the construction of Capital Improvements, except to the extent any such moneys shall be received as payments for the use of the System, services rendered thereby, the availability of any such service, or the disposal of any commodities therefrom; and

(iii) Excluding any Financial Products Receipts;

(b) All income or other gain from any investment of Gross Revenues (including without limitation the income or gain from any investment of all Net Revenues, but excluding borrowed moneys and all income or other gain thereon in any acquisition or construction fund, reserve fund, or any escrow fund for any other Parity Bonds payable from Net Revenues heretofore or hereafter issued and excluding any unrealized gains or losses on any investment of Gross Revenues) unless the Council or the qualified electors of the City otherwise provide by ordinance, or such electors by Charter amendment; and

(c) All income and revenues derived from the operation of any other utility or other income-producing facilities added to the System and to which the pledge and lien herein provided are extended by ordinance adopted by the Council or the qualified electors of the City or by Charter amendment adopted by such electors.

“improve” or “improvement” means the extension, reconstruction, alteration, betterment or other improvement by the construction, purchase or other acquisition of facilities, including, without limitation, appurtenant machinery, apparatus, fixtures, structures and buildings.

“Income Fund” means the special account designated as the “City of Louisville, Colorado, Water and Wastewater Enterprise Gross Income Fund” created and referred to in Section 602 hereof.

“Independent Accountant” means any certified public accountant, or any firm of certified public accountants, duly licensed to practice and practicing as such under the laws of the State:

- (a) Who is, in fact, independent and not under the domination of the City;
- (b) Who does not have any substantial interest, direct or indirect, with the City, and
- (c) Who is not connected with the City as an officer or employee thereof, but who may be regularly retained to make annual or similar audits of any books or records of the City.

“Independent Engineer” means an individual, firm or corporation engaged in the engineering profession of recognized good standing and having specific experience in respect of business and properties of a character similar to those of the System, which individual, firm or corporation has no substantial interest, direct or indirect, in the City and in the case of an individual, is not a member of the Council, or an officer or employee of the City, and in the case of a firm or corporation, does not have a partner, director, officer or employee who is a member of the Council or an officer or employee of the City.

“Independent Rate Consultant” means a nationally recognized individual, firm or corporation of independent rate consultants of recognized good standing and having specific experience in respect of business and properties of a character similar to those of the System, which individual, firm or corporation has no substantial interest, direct or indirect, in the City and in the case of an individual, is not a member of the Council, or an officer or employee of the City, and in the case of a firm or corporation, does not have a partner, director, officer or employee who is a member of the Council or an officer or employee of the City.

“Maximum Annual Debt Service Requirements” means the maximum aggregate amount of Debt Service Requirements (excluding redemption premiums) due on the securities for which such computation is being made in any Fiscal Year beginning with the Fiscal Year in which Debt Service Requirements of such securities are first payable after the computation date and ending with the Fiscal Year in which the last of the Debt Service Requirements are payable.

“Mayor” means the Mayor of the City, or his or her successor in functions.

“Mayor Pro Tem” means the Mayor pro tem of the City, or his or her successors in functions.

“Net Revenues” means the Gross Revenues remaining after the payment of the Operation and Maintenance Expenses of the System.

“Operation and Maintenance Expenses” means all reasonable and necessary current expenses of the City, paid or accrued, of operating, maintaining and repairing the System or any component division or other part thereof, or any other designated facilities in connection with which such term is used including, without limitation, all salaries, labor, materials and repairs necessary to render efficient service; and the term includes, at the option of the City, acting by and through the Council, except as limited by law, without limitation:

(a) Engineering, auditing, reporting, legal and other overhead expenses of the various departments of the City directly related and reasonably allocable to the administration, operation and maintenance of the System;

(b) Fidelity bond premiums and property and liability insurance premiums pertaining to the System, or a reasonably allocable share of a premium of any blanket bond or policy pertaining to the System;

(c) Payments to pension, retirement, health and hospitalization funds, other insurance, and to any self-insurance fund;

(d) Any general (ad valorem) taxes, assessments, excise taxes or other charges which may be lawfully imposed on the City, the System, revenues therefrom, or the City’s income from or operations of any properties under its control and pertaining to the System, or any privilege in connection with the System or its operation (but no payments made in lieu of taxes);

(e) The reasonable charges of the Paying Agent, any alternate Paying Agent, any paying agents or escrow agent for any securities payable from the Net Revenues which have been or will be refunded, and any other depository bank pertaining to the Bonds and any other securities payable from the Net Revenues or otherwise pertaining to the System;

(f) Contractual services, professional services, salaries, other administrative expenses and costs of materials, supplies, repairs and labor pertaining to the System or to the issuance of the Bonds or any other securities relating to the System, including, without limitation, the expenses and compensation of any trustee, receiver or other fiduciary;

(g) The costs incurred by the City in the collection and any refunds of all or any part of the Gross Revenues;

(h) Any costs of utility services furnished to the System by the City or otherwise, including, without limitation, the contracting by the City for water from any Person, for distribution through the System or for the transmission or treatment of water for use by the City and its customers and the obligations due under any contract pertaining thereto on a take-and-pay basis or take-or-pay basis or otherwise; and

(i) All other administrative, general and commercial expenses pertaining to the System and all other current expenses pertaining to the System which are properly classified as operation and maintenance expenses under generally accepted accounting principles; but

- (i) Excluding any allowance for depreciation;
- (ii) Excluding any costs of Capital Improvements (or any combination thereof);
- (iii) Excluding any reserves for major capital replacements (other than normal repairs);
- (iv) Excluding any reserves for operation, maintenance or repair of the System;
- (v) Excluding any allowance for the redemption of any Bond or other security evidencing a loan or other obligation, or the payment of any interest thereon, or any prior redemption premium due in connection therewith, or any reserve therefor;
- (vi) Excluding any liabilities for Financial Products Payments;
- (vii) Excluding any liabilities incurred in the acquisition or improvement of any properties comprising any project or any existing facilities (or any combination thereof) incorporated into the System, or otherwise; and
- (viii) Excluding any liabilities incurred by the City as the result of its negligence in the operation of the System or any other ground of legal liability not based on contract.

“Outstanding” when used with reference to the Bonds, Parity Bonds, or any other designated securities and as of any particular date means all the Bonds, Parity Bonds, or any such other securities payable from the Net Revenues or otherwise pertaining to the System, as the case may be, in any manner theretofore and thereupon being executed and delivered:

- (a) Except any Bond or other security canceled by the City, by any paying agent, or otherwise on the City’s behalf, at or before such date;
- (b) Except any Bond or other security deemed to be paid as provided in Section 1201 hereof or any similar provision of the ordinance authorizing the issuance of such other security;
- (c) Except any Bond or other security in lieu of or in substitution for which another Bond or other security shall have been executed and delivered pursuant to

Sections 306, 307 or 1108 hereof or any similar provisions of the ordinance authorizing the issuance of such other security.

“Owner” means the registered owner of any designated Bond or other designated security.

“Parity Bonds” means, collectively, any bonds, warrants, notes, securities, leases, contracts or other financial obligations hereafter issued or executed by the City and payable in whole or in part from and having an irrevocable lien upon the Net Revenues equally or on a parity with the Bonds.

“Parity Bond Ordinances” means any agreements or other instruments hereafter entered into by the City with respect to Parity Bonds and, without duplication, any ordinances hereafter adopted by the Council authorizing the issuance of Parity Bonds.

“Parity Financial Products Agreement” means any Financial Products Agreement pursuant to which Financial Products Payments are payable from Net Revenues on a parity with the Bonds.

“Paying Agent” means U.S. Bank National Association in Denver, Colorado, and being an agent of the City for the payment of the Debt Service Requirements due in connection with the Bonds, the registrar for the Bonds and for other administration of moneys pertaining to the Bonds, and includes any successor Commercial Bank as paying agent and registrar.

“Paying Agent Agreement” means the Registrar and Paying Agent Agreement dated as of the Closing Date between the City and the Paying Agent.

“Permitted Investments” means any securities or other obligations permitted as investments of moneys of the City under the laws of the State.

“Person” means a corporation, firm, other body corporate (including, without limitation, the Federal Government, the State, or any other body corporate and politic other than the City), partnership, limited liability company, association or individual, and also includes an executor, administrator, trustee, receiver or other representative appointed according to law.

“Provider” means any financial institution or insurance company which is a party to a Financial Products Agreement with the City.

“Purchaser” means the initial purchaser of the Bonds, as set forth in the Sale Certificate.

“Purchaser’s Letter” means a sophisticated investor letter delivered and executed by the Purchaser on the Closing Date in substantially the form attached to the Bond Purchase Agreement as Exhibit B.

“Rebate Fund” means the special account designated as the “City of Louisville, Colorado, Water and Wastewater Enterprise Revenue Refunding Bonds, Series 2013 Rebate Fund” created pursuant to Section 607 hereof.

“Record Date” means the close of business on the fifteenth day (whether or not a Business Day) of the calendar month next preceding an interest payment date.

“Redemption Date” means the date fixed for the redemption prior to their respective maturities of any Bonds or other designated securities payable from Net Revenues in any notice of prior redemption or otherwise fixed and designated by the City.

“Refunding Project” means the payment of the amounts due under the 2003 Loan and the payment of the costs of issuing the Bonds.

“Sale Certificate” means the sale certificate of the City relating to the Bonds executed and delivered pursuant to the Supplemental Public Securities Act and described in Section 212 hereof.

“SIFMA Index” means the Securities Industry and Financial Markets Association Municipal Swap Index, produced by Municipal Market Data, or if such index is not published, then such other index selected by the Finance Director which reflects the yield of tax-exempt seven-day variable rate demand bonds.

“Special Record Date” means a special date fixed by the Paying Agent to determine the names and addresses of Owners of Bonds for the purpose of paying interest on a special interest payment date for the payment of defaulted interest, all as further provided in Section 302 hereof.

“State” means the State of Colorado.

“Subordinate Securities” means any bonds, warrants, notes, securities, leases, contracts or other financial obligations payable from the Net Revenues subordinate and junior to the lien thereon of the Bonds and any Parity Bonds.

“Supplemental Public Securities Act” means Part 2 of Article 57 of Title 11, Colorado Revised Statutes, as amended.

“System” means all facilities, properties and equipment utilized in the provision of water or wastewater or stormwater services, including without limitation: water rights, raw water and any one or more works and improvements owned by the City and used in and as a part of the collection, treatment or distribution of water for the beneficial uses and

purposes for which the water has been or may be appropriated, including, but not limited to, uses for domestic, municipal, irrigation, power and industrial purposes and including construction, operation, and maintenance of a system of raw and clear water and distribution storage reservoirs, deep and shallow wells, pumping ventilating and gauging stations, inlets, tunnels, flumes, conduits, canals, collection transmission and distribution lines, infiltration galleries, hydrants, meters, filtration and treatment plants and works, power plants, all pumping, power and other equipment and appurtenances; all works and improvements owned by the City and used in and as a part of the collection, treatment, use, reuse of discharge of wastewater, all extensions, improvements, remodeling, additions and alterations of any such works and improvements, and any and all rights or interests in such works and improvements; any one or more of the various properties used in the collection or disposition of storm, flood, or surface drainage waters, including without limitation open drainageways and piped drainageways, bridges, roadside drainage ditches and gutters, flood control facilities, including detention and retention basins, dikes, overflow channels, pump stations, land, and rights-of-way; and all other necessary, incidental, or appurtenant properties, facilities, equipment and costs relating to any of the foregoing.

“Tax Code” means the Internal Revenue Code of 1986, as amended.

“Tax Compliance Certificate” means the Tax Compliance Certificate executed by the City in connection with the initial issuance and delivery of the Bonds as it may from time to time be modified pursuant to its terms.

“Term Bonds” means Bonds that are payable on or before their specified maturing dates from sinking fund payments established for that purpose and calculated to retire such Bonds on or before their specified maturity dates.

“Trust Bank” means a Commercial Bank which is authorized to exercise and is exercising trust powers located within or without the State, and also means any branch of the Federal Reserve Bank.

“2003 Loan” means the loan evidenced by a governmental agency bond issued by the City to the Colorado Water Resources and Power Development Authority pursuant to the 2003 Loan Agreement and secured by a pledge of the Net Revenues (as defined in the 2003 Loan Agreement).

“2003 Loan Agreement” means the Loan Agreement between the City and the Colorado Water Resources and Power Development Authority, dated as of June 1, 2003, which authorized the 2003 Loan and is secured by a pledge of the Net Revenues (as defined in the 2003 Loan Agreement).

“Variable Rate Bonds” means any securities payable from Net Revenues issued with a variable, adjustable, convertible or other similar interest rate which is not fixed in percentage for the entire term thereof at the date of issue.

B. City-Held Securities. Any securities payable from any Net Revenues held by the City shall not be deemed to be Outstanding for the purpose of redemption nor Outstanding for the purpose of consents hereunder or for any other purpose herein.

Section 103. Parties Interested Herein. Nothing herein expressed or implied confers any right, remedy or claim upon any Person, other than the City, the Council, the Paying Agent, the Owners of the Bonds and the Owners of any Parity Bonds or other securities payable from the Net Revenues when reference is expressly made thereto. All the covenants, stipulations, promises and agreements herein contained by and on behalf of the City shall be for the sole and exclusive benefit of the City, the Council, the Paying Agent, the Owners of the Bonds and the Owners of any such other securities in the event of such a reference.

Section 104. Ratification; Approval of Documents. All action heretofore taken (not inconsistent with the provisions of this ordinance) by the Council, the officers of the City and otherwise taken by the City directed toward the Refunding Project and the sale and delivery of the Bonds for such purposes, be, and the same hereby is, ratified, approved and confirmed.

Section 105. Repealer. All bylaws, orders, resolutions and ordinances, or parts thereof, inconsistent herewith are hereby repealed to the extent only of such inconsistency. This repealer shall not be construed to revive any such bylaw, order, resolution or ordinance, or part thereof, heretofore repealed.

Section 106. Severability. If any section, subsection, paragraph, clause or other provision of this ordinance for any reason is invalid or unenforceable, the invalidity or unenforceability of such section, subsection, paragraph, clause or other provision shall not affect any of the remaining provisions of this ordinance.

Section 107. Ordinance Irrepealable. After any of the Bonds are issued, this ordinance shall constitute an irrevocable contract between the City and the Owner or Owners of the Bonds and this ordinance shall be and shall remain irrepealable until the Bonds, as to all Debt Service Requirements, shall be fully paid, canceled, and discharged, except as herein otherwise provided.

Section 108. Effective Date and Disposition. This ordinance shall take effect thirty (30) days after publication following final passage. This ordinance, as adopted by the Council, shall be numbered and recorded by the City Clerk in the official records of the City. This ordinance shall be signed by the Mayor and attested by the City Clerk, and affidavits of publication shall be retained permanently with this ordinance in the City's records.

ARTICLE II

DETERMINATION OF THE CITY'S AUTHORITY AND OBLIGATIONS; APPROVAL OF RELATED DOCUMENTS; AND ELECTION TO APPLY SUPPLEMENTAL PUBLIC SECURITIES ACT TO THE BONDS

Section 201. Authority. This ordinance is adopted by virtue of the City's powers as a home rule City organized and operating pursuant to Article XX of the State Constitution and the Charter thereunder and pursuant to their provisions. Pursuant to Article XX of the State Constitution and the Charter, all statutes of the State which might otherwise apply in connection with the Refunding Project or the Bonds are hereby superseded, other than the Supplemental Public Securities Act.

Section 202. Bonds Equally Secured. The covenants and agreements herein set forth to be performed on behalf of the City shall be for the equal benefit, protection and security of the Owners of any and all of the Outstanding Bonds and any Outstanding Parity Bonds hereafter authorized and issued, and any Parity Credit Facility Obligations relating thereto and any Providers of Parity Financial Products Agreements hereafter entered into, all of which, regardless of the time or times of their issue or maturity, shall be of equal rank without preference, priority or distinction of any of such securities over any other thereof, except as otherwise expressly provided in or pursuant to this ordinance.

Section 203. Special Obligations. All of the Debt Service Requirements of the Bonds shall be payable and collectible solely out of the Net Revenues, which revenues are hereby so pledged, and to the extent provided herein, from moneys on deposit in the Cost of Issuance Fund and the Bond Fund. The Owner or Owners of the Bonds may not look to any general or other fund for the payment of such Debt Service Requirements, except the herein designated special funds pledged therefor. The Bonds shall not constitute an indebtedness or a debt within the meaning of any constitutional, Charter or statutory provision or limitation; and the Bonds shall not be considered or held to be general obligations of the City but shall constitute its special, limited obligations. No Charter, statutory or constitutional provision enacted after the issuance of the Bonds shall in any manner be construed as limiting or impairing the obligation of the City to comply with the provisions of this ordinance or to pay the Debt Service Requirements of the Bonds as herein provided.

Section 204. Character of Agreement. None of the covenants, agreements, representations and warranties contained herein or in the Bonds shall ever impose or shall be construed as imposing any liability, obligation or charge against the City (except the special funds pledged therefor), or against its general credit, or as payable out of its general fund or out of any funds derived from taxation or out of any other revenue source (other than those pledged therefor).

Section 205. No Pledge of Property. The payment of the Bonds is not secured by an encumbrance, mortgage or other pledge of property of the City, except for the Net Revenues and

other moneys pledged for the payment of the Debt Service Requirements of the Bonds. No property of the City, subject to such exception, shall be liable to be forfeited or taken in payment of the Bonds.

Section 206. No Recourse Against Officers and Agents. No recourse shall be had for the payment of the Debt Service Requirements of the Bonds or for any claim based thereon or otherwise upon this ordinance or any other ordinance pertaining hereto, against any individual member of the Council or any officer, employee or other agent of the City, past, present or future, either directly or indirectly through the Council, or the City, or otherwise, whether by virtue of any penalty or otherwise, all such liability, if any, being by the acceptance of the Bonds and as part of the consideration of their issuance specially waived and released.

Section 207. Authorization of the Refunding Project. The Council, on behalf of the City, does hereby determine to undertake the Refunding Project, which is hereby authorized, and the proceeds of the Bonds shall be used therefor.

Section 208. Enterprise Status. The Council, on behalf of the City, hereby confirms its intention that the System shall be an “enterprise” for the purposes of Article X, Section 20 of the State Constitution. In particular, the System shall be owned by the City and shall have the power to issue revenue bonds in the manner and payable from the sources set forth in this ordinance and the Charter.

Section 209. Sale of Bonds; Bond Purchase Agreement. The Council hereby finds and determines that the Bonds shall be sold to the Purchaser substantially in accordance with the provisions of the Bond Purchase Agreement filed with the City Clerk, provided that the Bond Purchase Agreement may be completed, corrected or revised as deemed necessary by the parties thereto in order to carry out the purposes of this ordinance. Pursuant to the Supplemental Public Securities Act, the City Council hereby delegates to the City Manager and the Finance Director the independent authority to determine the Purchaser, and accept the Bond Purchase Agreement from the Purchaser, subject to the parameters set forth herein and the other terms and provisions set forth in this ordinance. Certain terms of the Bond that are not set forth in this ordinance shall be set forth in the Sale Certificate as hereinafter provided.

Section 210. Paying Agent Agreement The Council hereby approves the Paying Agent Agreement in substantially the form filed with the City Clerk, provided that such document may be completed corrected or revised as deemed necessary by the parties thereto in order to carry out the purposes of this ordinance and to comply with the terms of the Sale Certificate.

Section 211. Execution of Documents; Taking of Necessary Action. The Mayor, the Mayor Pro Tem, the City Clerk and any deputy thereof, the City Manager, the City Treasurer, the Finance Director, the City Attorney and other officers and employees of the City are hereby independently authorized and directed to take all action necessary or appropriate to effect the provisions of this ordinance, including without limitation, executing, attesting, authenticating and delivering for and on behalf of the City, the Bonds, the Paying Agent Agreement such other agreements, instruments, certificates and opinions as may be required to implement the

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transactions contemplated hereby, or as may otherwise be reasonably required by the City's bond counsel. The execution of any document or instrument by the appropriate officers of the City herein authorized shall be conclusive evidence of the approval by the City of such document or instrument in accordance with the terms hereof.

Section 212. Election to Apply Supplemental Public Securities Act to the Bonds. Pursuant to Section 11-57-204 of the Supplemental Public Securities Act, a public entity, including the City, may elect in an act of issuance to apply all or any of the provisions of the Supplemental Public Securities Act. The Council hereby elects to apply all of the provisions of the Supplemental Public Securities Act to the Bonds. The Bonds are issued under the authority of the Supplemental Act and shall so recite. Pursuant to such election to apply Section 11-57-205 of the Supplemental Public Securities Act to the Bonds, the Council hereby delegates to each of the City Manager and the Finance Director the authority to independently make any determination delegable pursuant to Section 11-57-205(1)(a-i) of the Supplemental Act, in relation to the Bonds and to execute a Sale Certificate setting forth such determinations, without any requirement that the Council approve such determinations, subject to the following parameters and restrictions:

- A. The maximum net effective rate of interest to be borne by the Bonds shall not exceed 3.25%.
- B. The aggregate principal amount of the Bonds shall not exceed \$8,905,000.
- C. The Bonds shall not mature later than December 1, 2024.
- D. The present value savings of the Refunding Project shall not be less than \$250,000.

The delegation set forth in this Section 212 shall be effective for one year following the date of adoption of this ordinance.

ARTICLE III

AUTHORIZATION, TERMS, EXECUTION AND ISSUANCE OF BONDS

Section 301. Authorization of Bonds. For the purpose of protecting the public health, conserving the property and advancing the general welfare of the citizens of the City and of defraying wholly or in part the Refunding Project, the "City of Louisville, Colorado, Water and Wastewater Enterprise Revenue Refunding Bonds, Series 2013" in an aggregate principal amount set forth in the Sale Certificate are hereby authorized to be issued; and the City pledges irrevocably, but not necessarily exclusively, the Net Revenues to the payment of the Debt Service Requirements of the Bonds. The Council hereby determines that the issuance of the Bonds and the use of the proceeds thereof in accordance with the terms, provisions and

limitations of this ordinance and the Sale Certificate authorized hereby is advantageous to the City.

Section 302. Bond Details.

A. Basic Provisions. The Bonds shall be issued in fully registered form (*i.e.* registered as to payment of both principal and interest) and shall initially be registered in the name of the Purchaser. The Bonds shall not be registered in the name of a securities depository. The Bonds shall be issued in denominations of \$5,000 or any integral multiple thereof (provided that no Bond may be in a denomination which exceeds the principal coming due on any maturity date and no individual Bond may be issued for more than one maturity bearing interest at the same interest rate). The Bonds shall be numbered in the manner determined by the Paying Agent. The Bonds shall be dated as of the Closing Date. The Bonds shall mature on December 1, in the years and amounts and be subject to prior redemption as set forth in the Sale Certificate. The Bonds shall bear interest from the most recent interest payment date to which interest has been paid, or if no interest has been paid, from their date until their respective maturities (or prior redemption) at the rates set forth in the Sale Certificate. Interest shall be computed on the basis of a 360-day year consisting of twelve months of thirty days each. No interest shall accrue on any Bonds owned by or on behalf of the City.

B. Payment of Bonds. The principal of and final interest payment due on each Bond shall be payable at the principal corporate trust office of the Paying Agent, or at such other office as the Paying Agent directs in writing to the Owners of the Bonds, or at the principal office of its successor, upon presentation and surrender of the Bond. Payment of interest on any Bond shall be made to the Owner thereof by check or draft mailed by the Paying Agent on or before each interest payment date, (or, if such interest payment date is not a Business Day, on or before the next succeeding Business Day), to such Owner at his or her address as it appears on the registration records kept by the Paying Agent on the Record Date; but any such interest not so timely paid or duly provided for shall cease to be payable to the person who is the Owner thereof at the close of business on the Record Date and shall be payable to the person who is the Owner thereof at the close of business on a Special Record Date for the payment of any such defaulted interest. Such Special Record Date and the date fixed for payment of such defaulted interest shall be fixed by the Paying Agent whenever moneys become available for payment of the defaulted interest, and notice of the Special Record Date shall be given to the Owners not less than ten days prior to the Special Record Date by first-class mail to each such Owner as shown on the Paying Agent's registration books on a date selected by the Paying Agent, stating the date of the Special Record Date and the date fixed for the payment of such defaulted interest. The Paying Agent may make payments of interest on any Bond by such alternative means as may be mutually agreed to between the Owner of such Bond and the Paying Agent. If any Bond is not paid upon its presentation and surrender at or after its maturity or prior redemption, interest shall continue at its stated rate per annum until the principal thereof is paid in full. All such payments shall be made in lawful money of the United States of America.

In the event that the Bonds are issued as a single Term Bond and the Purchaser is the sole Owner of the Bond, the Purchaser shall not be required to surrender the Bond to the Paying Agent to receive payment in connection with a mandatory sinking fund redemption. Except in the case of a transfer of the Bond, the Purchaser shall be required to surrender the Bond to the Paying Agent only on the final maturity date of the Bond. On each mandatory sinking fund redemption date, the Bond shall be partially redeemed by payment to the Purchaser of the amount set forth in the mandatory sinking fund schedule in the Bond and the Sale Certificate, and such redemption shall be noted by the Purchaser on the prepayment panel attached to the Bond. By acceptance of the Bond as a single Term Bond, the Purchaser shall be deemed to have agreed to make a notation on the Bond on the prepayment panel attached thereto upon the receipt of all mandatory sinking fund payments.

Section 303. Execution of Bonds. The Bonds shall be executed in the name of the City by the manual or facsimile signature of the Mayor, shall be sealed with the corporate seal of the City or a facsimile thereof thereunto affixed, imprinted, engraved or otherwise reproduced and shall be attested by the manual or facsimile signature of the City Clerk. Any Bond may be signed (manually or by facsimile), sealed or attested on behalf of the City by any person who, at the date of such act, shall hold the proper office, notwithstanding that at the date of authentication, issuance or delivery, such person may have ceased to hold such office. The Mayor and the City Clerk may adopt as and for his or her own facsimile signature the facsimile signature of his or her predecessor in office in the event that such facsimile signature appears on any of the Bonds. Before the issuance of the Bonds, the Mayor and the City Clerk shall each file with the Secretary of State of the State his or her manual signature certified by him or her under oath.

Section 304. Authentication Certificate. The authentication certificate upon the Bonds shall be substantially in the form and tenor provided in the form of the Bonds attached to this ordinance as Exhibit A. No Bond shall be secured hereby or entitled to the benefit hereof, nor shall any Bond be valid or obligatory for any purpose, unless the certificate of authentication, substantially in such form, has been duly executed by the Paying Agent and such certificate of the Paying Agent upon any Bond shall be conclusive evidence that such Bond has been authenticated and delivered hereunder. The certificate of authentication shall be deemed to have been duly executed by it if manually signed by an authorized officer or employee of the Paying Agent, but it shall not be necessary that the same officer or employee sign the certificate of authentication on all of the Bonds.

Section 305. Registration and Payment. The Paying Agent shall keep or cause to be kept sufficient records for the registration and transfer of the Bonds, which shall at all times be open to inspection by the City. Upon presentation for such purpose, the Paying Agent shall, under such reasonable regulations as it may prescribe, register or transfer or cause to be registered or transferred, on said records, Bonds as herein provided. Except as provided in the first paragraph of Section 307 hereof, the Person in whose name any Bond shall be registered on the registration records kept by the Paying Agent shall be deemed and regarded as the absolute owner thereof for the purpose of making payment of the Debt Service Requirements thereof and

for all other purposes; and payment of or on account of the Debt Service Requirements of any Bond shall be made only to the Owner thereof or his or her legal representative, but such registration may be changed upon transfer of such Bond in the manner and subject to the conditions and limitations provided herein. All such payments shall be valid and effectual to discharge the liability upon such Bond to the extent of the sum or sums so paid. The foregoing provisions of this Section are subject to the provisions of Section 308 hereof.

Section 306. Transfer and Exchange. Except as hereinafter provided, any Bond may be transferred upon the records required to be kept pursuant to the provisions of Section 305 hereof by the Person in whose name it is registered, in person or by his or her duly authorized attorney, upon surrender of such Bond for cancellation, accompanied by delivery of a written instrument of transfer in a form approved by the Paying Agent, duly executed. Whenever any Bond or Bonds shall be surrendered for transfer, the Paying Agent shall authenticate and deliver a new Bond or Bonds for a like aggregate principal amount and of the same maturity and bearing interest at the same interest rate and of any authorized denominations. The Bonds may be exchanged by the Paying Agent for a like aggregate principal amount of Bonds of the same maturity and bearing interest at the same interest rate and of other authorized denominations. The execution by the City of any Bond of any denomination shall constitute full and due authorization of such denomination and the Paying Agent shall thereby be authorized to authenticate and deliver such Bond.

The Paying Agent shall not be required to transfer or exchange (a) any Bond subject to redemption during a period beginning at the opening of business 15 days before the day of the mailing of a notice of redemption of Bonds and ending at the close of business on the day such notice is mailed, or (b) any Bond so selected for redemption in whole or in part after the mailing of notice calling such Bond or any portion thereof for prior redemption except the unredeemed portion of Bonds being redeemed in part.

The Paying Agent shall require the payment by any Owner requesting exchange or transfer of any tax or other governmental charge required to be paid with respect to such exchange or transfer, and may charge a sum sufficient to pay the cost of preparing each new Bond upon each exchange or transfer and any other expenses of the City or the Paying Agent incurred in connection therewith.

The foregoing provisions of this Section are subject to the provisions of Section 308 hereof.

Notwithstanding the foregoing or any other provisions to the contrary contained herein, the transfer of the Bonds is limited to (a) an affiliate of the Purchaser, (b) a trust or other custodial arrangement established by the Purchaser or one of its affiliates, the owners of any beneficial interests in which are limited to "qualified institutional buyers" as defined in Rule 144A promulgated under the Securities Act of 1933, as amended, or (c) a qualified institutional buyer that is a commercial bank with capital and surplus of \$5,000,000,000 or more, provided that as a condition precedent to any such transfer, such buyer shall deliver to the City and the

Paying Agent a sophisticated investor letter in substantially the form of the Purchaser's Letter, with appropriate modifications thereto. In addition, any transfer of the Bonds must be in compliance with the securities laws of the United States of America.

Section 307. Bond Replacement. Upon receipt by the City and the Paying Agent of evidence satisfactory to them of the ownership of and the loss, theft, destruction or mutilation of any Bond and, in the case of a lost, stolen or destroyed Bond, of indemnity satisfactory to them, and in the case of a mutilated Bond upon surrender and cancellation of the Bond, (a) the City shall execute and the Paying Agent shall authenticate and deliver a new Bond of the same date, interest rate and denomination in lieu of such lost, stolen, destroyed or mutilated Bond or (b) if such lost, stolen, destroyed or mutilated Bond shall have matured or have been called for redemption, in lieu of executing and delivering a new Bond as aforesaid, the City may pay such Bond. Any such new Bond shall bear a number not previously assigned. The applicant for any such new Bond may be required to pay all expenses and charges of the City and of the Paying Agent in connection with the issuance of such Bond. All Bonds shall be held and owned upon the express condition that, to the extent permitted by law, the foregoing conditions are exclusive with respect to the replacement and payment of mutilated, destroyed, lost or stolen Bonds, negotiable instruments or other securities.

Section 308. Bond Cancellation. Whenever any Bond shall be surrendered to the Paying Agent upon payment thereof, or to the Paying Agent for transfer, exchange or replacement as provided herein, such Bond shall be promptly canceled and destroyed by the Paying Agent, and a certificate of such cancellation and destruction shall be furnished by the Paying Agent to the City.

Section 309. Negotiability. Subject to the registration and payment provisions herein provided, the Bonds shall be fully negotiable within the meaning of and for the purposes of the Uniform Commercial Code -- Investment Securities, and each Owner shall possess all rights enjoyed by owners of negotiable instruments under the Uniform Commercial Code -- Investment Securities.

Section 310. Incontestable Recital in Bonds. Pursuant to Article XX of the State Constitution, the Supplemental Public Securities Act and this ordinance, each Bond shall recite that it is issued under the authority of this ordinance and the Supplemental Public Securities Act and that it is the intention of the City that such recital shall conclusively impart full compliance with all the provisions of this ordinance and shall be conclusive evidence of the validity and the regularity of the issuance of the Bonds after their delivery for value and that all the Bonds issued containing such recital shall be incontestable for any cause whatsoever after their delivery for value.

Section 311. Bond Form. Subject to the provisions of this ordinance, each Bond shall be in substantially the form attached hereto as Exhibit A, with such omissions, insertions, endorsements and variations as to any recitals of fact or other provisions as may be required by the circumstances, be required or permitted by this ordinance or the Sale Certificate, be

consistent with this ordinance or be necessary or appropriate to conform to the rules and requirements of any governmental authority or any usage or requirement of law with respect thereto.

ARTICLE IV

REDEMPTION

Section 401. Optional Redemption. The Bonds will be subject to redemption at the option of the City as set forth in the Sale Certificate.

Section 402. Mandatory Sinking Fund Redemption. The Term Bonds, if any, shall be subject to mandatory sinking fund redemption at the times, in the amounts and at the prices provided in the Sale Certificate.

On or before the thirtieth day prior to each such sinking fund payment date, the Paying Agent shall proceed to call the Term Bonds, if any, as provided in the Sale Certificate (or any Term Bond or Term Bonds issued to replace such Term Bonds) for redemption from the sinking fund on the next December 1, and give notice of such call without further instruction or notice from the City.

At its option, to be exercised on or before the sixtieth day next preceding each such sinking fund Redemption Date, the City may (a) deliver to the Paying Agent for cancellation Term Bonds subject to mandatory sinking fund redemption on such date in an aggregate principal amount desired or (b) receive a credit in respect of its sinking fund redemption obligation for any Term Bonds of the maturity and interest rate subject to mandatory sinking fund redemption on such date, which prior to said date have been redeemed (otherwise than through the operation of the sinking fund) and canceled by the Paying Agent and not theretofore applied as a credit against any sinking fund redemption obligation. Each Term Bond so delivered or previously redeemed will be credited by the Paying Agent at the principal amount thereof against the obligation of the City on such sinking fund date and such sinking fund obligation will be accordingly reduced. The City will on or before the sixtieth day next preceding each sinking fund Redemption Date furnish the Paying Agent with its certificate indicating whether or not and to what extent the provisions of (a) and (b) of the preceding sentence are to be availed with respect to such sinking fund payment. Failure of the City to deliver such certificate shall not affect the Paying Agent's duty to give notice of sinking fund redemption as provided in this paragraph.

Section 403. Partial Redemption. In the case of Bonds of a denomination larger than \$5,000, a portion of such Bond (\$5,000 or any integral multiple thereof) may be redeemed, in which case the Paying Agent shall, without charge to the owner of such Bond, authenticate and issue a replacement Bond or Bonds for the unredeemed portion thereof.

Section 404. Notice of Prior Redemption. Unless otherwise waived by the Paying Agent, the City shall give written instructions concerning any optional prior redemption of the

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Bonds to the Paying Agent at least thirty-five days prior to such Redemption Date. Notice of optional or mandatory redemption shall be given by the Paying Agent in the name of the City by sending a copy of such notice by first-class, postage prepaid mail, not more than sixty nor less than thirty days prior to the Redemption Date to each Owner at his address as it last appears on the registration books kept by the Paying Agent; but neither failure to give such notice nor any defect therein shall affect the redemption of any Bond. Such notice shall identify the Bonds to be so redeemed (if less than all are to be redeemed) and the Redemption Date, and shall further state that on such Redemption Date there will become due and payable upon each Bond so to be redeemed, at the Paying Agent, the principal amount thereof, accrued interest to the Redemption Date, and the stipulated premium, if any, and that from and after such date interest will cease to accrue. Notice having been given in the manner hereinabove provided, the Bond or Bonds so called for redemption shall become due and payable on the Redemption Date so designated; and upon presentation thereof at the Paying Agent, the Paying Agent will pay the Bond or Bonds so called for redemption. No further interest shall accrue on the principal of any such Bond called for redemption from and after the Redemption Date, provided sufficient funds are deposited with the Paying Agent and available on the Redemption Date. Notwithstanding the foregoing, the Paying Agent may provide notice of redemption by such alternative means as may be mutually agreed to between the Owner of the Bonds and the Paying Agent.

Notwithstanding the provisions of this Section, any notice of redemption shall either (a) contain a statement that the redemption is conditioned upon the receipt by the Paying Agent on or before the Redemption Date of funds sufficient to pay the redemption price of the Bonds so called for redemption, and that if such funds are not available, such redemption shall be canceled by written notice to the Owners of the Bonds called for redemption in the same manner as the original redemption notice was given, or (b) be given only if funds sufficient to pay the redemption price of the Bonds so called for redemption are on deposit with the Paying Agent in the applicable fund or account.

Section 405. Bonds Owned by the City. Bonds owned by or on behalf of the City shall not be subject to redemption. At any time the City may surrender any Bonds owned by or on behalf of the City to the Paying Agent, which shall promptly cancel such Bonds.

ARTICLE V

USE OF BOND PROCEEDS AND OTHER MONEYS

Section 501. Disposition of Bond Proceeds. The net proceeds derived from the sale of the Bonds, upon the receipt thereof, shall be applied by the City as follows:

A. To the Colorado Water Resources and Power Development Authority, or its designee, an amount sufficient to pay the principal of, interest on and any premium due on the 2003 Loan and effect the Refunding Project.

B. To the “City of Louisville, Colorado, Water and Wastewater Enterprise Revenue Refunding Bonds, Series 2013, Costs of Issuance Fund” (the “Costs of Issuance Ordinance No. 1636, Series 2013

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Fund”) created with the Paying Agent pursuant to the Paying Agent Agreement, an amount equal to the Costs of Issuance of the Bonds, as set forth in the Sale Certificate.

Section 502. Costs of Issuance Fund. Upon the issuance of the Bonds, there shall be deposited in the Costs of Issuance Fund, created with the Paying Agent pursuant to the Paying Agent Agreement, from the proceeds of the Bonds an amount equal to the Costs of Issuance of the Bonds, as set forth in the Sale Certificate. Amounts on deposit in the Costs of Issuance Fund shall be disbursed in accordance with the provisions set forth in the Paying Agent Agreement.

Section 503. Lien on Costs of Issuance Fund. Until the proceeds of the Bonds deposited in the Costs of Issuance Fund are applied as herein provided, such Bond proceeds are subject to a lien thereon and pledge thereof for the benefit of the Owners of the Outstanding Bonds as provided in Section 601 hereof.

Section 504. Purchaser Not Responsible. The validity of the Bonds is not dependent upon nor affected by the validity or regularity of any proceedings relating to the application of the Bond proceeds. The Purchaser and any subsequent Owners of any of the Bonds are not responsible for the application or disposal by the City or by any of its officers, agents and employees of the moneys derived from the sale of the Bonds or of any other moneys herein designated.

ARTICLE VI

ADMINISTRATION OF AND ACCOUNTING FOR PLEDGED REVENUES

Section 601. Pledge Securing Bonds. The Net Revenues are hereby pledged to secure the payment of the Debt Service Requirements of the Outstanding Bonds and any Parity Bonds hereafter issued. The pledge of the Net Revenues to secure the payment of the Debt Service Requirements of the Outstanding Bonds is on a parity with the pledge of the Net Revenues for, and lien thereon of any Parity Bonds hereafter issued in compliance with the provisions of Article VIII hereof. In addition, moneys on deposit in the Costs of Issuance Fund and the Bond Fund are hereby pledged to secure the payment of the Debt Service Requirements of the Outstanding Bonds. Moneys on deposit in the Costs of Issuance Fund and the Bond Fund are not pledged to the payment of any Parity Bonds hereinafter issued. The pledge of the Net Revenues and of the moneys on deposit in the Costs of Issuance Fund and the Bond Fund shall be valid and binding from and after the date of the delivery of the Bonds. The creation, perfection, enforcement, and priority of the pledge of revenues to secure or pay the Bonds as provided herein shall be governed by §11-57-208 of the Supplemental Act and this ordinance. The revenues pledged for the payment of the Bonds, as received by or otherwise credited to the City shall immediately be subject to the lien of such pledge without any physical delivery, filing, or further act. The lien of such pledge on the revenues pledged for payment of the Bonds and the obligation to perform the contractual provisions made herein shall have priority over any or all other obligations and liabilities of the City (except as herein otherwise expressly provided), and

the lien of such pledge shall be valid, binding, and enforceable as against all persons or entities having claims of any kind in tort, contract, or otherwise against the City irrespective of whether such persons or entities have notice of such liens.

Section 602. Income Fund Deposits. So long as any of the Bonds shall be Outstanding, as to any Debt Service Requirements related to the Bonds, the entire Gross Revenues, upon their receipt from time to time by the City, shall be set aside and credited immediately to the special and separate fund hereby created, to be held by the City, and known as the “City of Louisville, Colorado, Water and Wastewater Enterprise Gross Income Fund.”

Section 603. Administration of Income Fund. So long as any of the Bonds shall be Outstanding, as to any Debt Service Requirements related to the Bonds, the following payments shall be made from the Income Fund, as provided in Sections 604 through 609 hereof.

Section 604. Operation and Maintenance Expenses. Firstly, as a first charge on the Income Fund, from time to time there shall continue to be held therein moneys sufficient to pay Operation and Maintenance Expenses, as they become due and payable, and thereupon they shall be promptly paid. Any surplus remaining in the Income Fund at the end of the Fiscal Year and not needed for Operation and Maintenance Expenses shall be used for other purposes of the Income Fund as herein provided.

Section 605. Bond Fund Payments. Secondly, from any remaining Net Revenues, there shall be credited, concurrently with amounts required to meet the Debt Service Requirements for any Outstanding Parity Bonds hereafter issued, or any Parity Financial Products Agreements hereafter entered into, to the special and separate fund hereby created, to be held by the City, and to be known as the “City of Louisville, Colorado, Water and Wastewater Enterprise Revenue Refunding Bonds, Series 2013 Bond Fund” (the “Bond Fund”) the following amounts:

A. Interest Payments. Monthly to the Bond Fund, commencing on the first day of the month immediately succeeding the delivery of the Bonds, or commencing on the first day of the month six months next prior to the first interest payment date of any of the Bonds, whichever commencement date is later, an amount in equal monthly installments necessary, together with any moneys therein and available therefor, to pay the interest due and payable on the Outstanding Bonds on the next succeeding interest payment date.

B. Principal Payments. Monthly to the Bond Fund, commencing on the first day of the month immediately succeeding the delivery of the Bonds, or commencing on the first day of the month one year next prior to the first principal payment date of any of the Bonds, whichever commencement date is later, an amount in equal monthly installments necessary, together with any moneys therein and available therefor, to pay the principal and redemption premium, if any, due and payable on the Outstanding Bonds on the next succeeding principal payment date.

If prior to any interest payment date or principal payment date, there has been accumulated in the Bond Fund the entire amount necessary to pay the next maturing installment

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of interest or principal, or both, the payment required in paragraph A or B (whichever is applicable) of this Section 605 may be appropriately reduced; but the required annual amounts again shall be so credited to such account commencing on such interest payment date or principal payment date.

The moneys credited to the Bond Fund shall be used to pay the Debt Service Requirements of the Bonds then Outstanding, as such Debt Service Requirements become due, except as provided in Sections 607 and 1201 hereof. No interest or principal shall be paid on any Bonds owned by or on behalf of the City.

Moneys on deposit in the Bond Fund shall be transferred or deposited with the Paying Agent for the Bonds at least three Business Days prior to each interest payment date and each maturity or mandatory Redemption Date herein designated in amounts sufficient to pay the Debt Service Requirements then becoming due on the Outstanding Bonds.

Section 606. Termination of Deposits. No payment need be made into the Bond Fund if the amount in the Bond Fund totals a sum at least sufficient so that all Bonds Outstanding are deemed to have been paid pursuant to Section 1201 hereof, in which case moneys therein (taking into account the known minimum gain from any investment of such moneys in Permitted Investments from the time of any such investment or deposit shall be needed for such payment which will not be designated for transfer to the Rebate Fund) shall be used (together with any such gain from such investments) solely to pay the Debt Service Requirements of the Outstanding Bonds as the same become due; and any moneys in excess thereof in those two accounts and any other moneys derived from the Net Revenues or otherwise pertaining to the System may be used to make required payments into the Rebate Fund or in any other lawful manner determined by the Council.

Section 607. Rebate Fund. Thirdly, concurrently with any payments required to be made pursuant to any Parity Bond Ordinances with respect to any rebate funds established thereby, there shall be deposited into the special and separate fund hereby created, to be held by the City, and to be known as the “City of Louisville, Colorado, Water and Wastewater Enterprise Revenue Refunding Bonds, Series 2013 Rebate Fund” (the “Rebate Fund”) moneys in the amounts and at the times specified in the Tax Compliance Certificate so as to enable the City to comply with Section 930 hereof. Amounts on deposit in the Rebate Fund shall not be subject to the lien and pledge of this ordinance. The City shall cause amounts on deposit in the Rebate Fund to be forwarded to the United States Treasury (at the address provided in the Tax Compliance Certificate) at the times and in the amounts set forth in the Tax Compliance Certificate.

If the moneys on deposit in the Rebate Fund are insufficient for the purposes thereof, the City shall transfer moneys in the amount of the insufficiency to the Rebate Fund from the Bond Fund. Upon receipt by the City of an opinion of Bond Counsel to the effect that the amount in the Rebate Fund is in excess of the amount required to be contained therein, such excess may be transferred to the Income Fund.

Section 608. Payment of Additional Securities. Fourthly, and subject to the provisions hereinabove in this Article, but subsequent to the payments required by Sections 605 and 607 hereof, any moneys remaining in the Income Fund may be used by the City for the payment of Debt Service Requirements of Subordinate Securities, including reasonable reserves for such Subordinate Securities and for rebate of amounts to the United States Treasury with respect to such Subordinate Securities, and any payments on Financial Products Agreements which have a lien on Net Revenues subordinate and junior to the lien thereon of the Bonds.

Section 609. Use of Remaining Revenues. After the payments hereinabove required to be made by Sections 602 through 608 hereof are made or provided for in each month, any remaining Net Revenues in the Income Fund in such month may be used for any one or any combination of necessary purposes relating to the operation, improvement or debt management of the System and for any one or any combination of lawful purposes as the City may from time to time determine.

ARTICLE VII

GENERAL ADMINISTRATION

Section 701. Administration of Accounts. The special funds and accounts designated in Articles V and VI hereof that are to be maintained by the City shall be administered as provided in this Article (but not any account under Section 1201 hereof). The Costs of Issuance Fund shall be maintained and applied in accordance with the Paying Agent Agreement.

Section 702. Places and Times of Deposits. Except as hereinafter provided, each of such special accounts that are to be maintained by the City shall be maintained as a book account and kept separate from all other accounts as a trust account solely for the purposes herein designated therefor. The moneys accounted for in such special book accounts may be in one or more bank accounts in one or more Commercial Banks. Each such bank account shall be continuously secured to the fullest extent required or permitted by the laws of the State for the securing of public funds and shall be irrevocable and not withdrawable by anyone for any purpose other than the respective designated purposes. Each periodic payment shall be credited to the proper book account not later than the date therefor herein designated, except that when any such date shall not be a Business Day, then such payment shall be made on or before the next preceding Business Day.

Section 703. Investment of Moneys. Any moneys in the Income Fund, Bond Fund and Rebate Fund and not needed for immediate use shall be invested or reinvested by the Finance Director in Permitted Investments. All such investments shall (a) either be subject to redemption at any time at a fixed value by the holder thereof at the option of such holder, or (b) mature not later than the estimated date or respective dates on which the proceeds are to be expended as estimated by the Finance Director at the time of such investment or reinvestment. For the purpose of any such investment or reinvestment, Permitted Investments shall be deemed to

mature at the earliest date on which the obligor is, on demand, obligated to pay a fixed sum in discharge of the whole of such obligations.

Section 704. Accounting for Investments. The Permitted Investments so purchased as an investment or reinvestment of moneys in any such account hereunder shall be deemed at all times to be a part of the account. Any interest or other gain from any investments and reinvestments of moneys accounted for in the Income Fund, the Bond Fund and the Rebate Fund shall be credited to such Fund, and any loss resulting from any such investments or reinvestments of moneys accounted for in the Income Fund, the Bond Fund and the Rebate Fund shall be charged or debited to such Fund. No loss or profit in any account on any investments or reinvestments in Permitted Investments shall be deemed to take place as a result of market fluctuations of the Permitted Investments prior to the sale or maturity thereof. In the computation of the amount in any account for any purpose hereunder, except as herein otherwise expressly provided or for rebate purposes, as described in the Tax Compliance Certificate, Permitted Investments shall be valued at the cost thereof (including any amount paid as accrued interest at the time of purchase of the obligation); provided that any time or demand deposits shall be valued at the amounts deposited, in each case exclusive of any accrued interest or any other gain to the City until such gain is realized by the presentation of matured coupons for payment or otherwise.

Section 705. Redemption or Sale of Permitted Investments. The Finance Director shall present for redemption or sale on the prevailing market at the best price obtainable any Permitted Investments so purchased as an investment or reinvestment of moneys in the account whenever it shall be necessary in order to provide moneys to meet any withdrawal, payment or transfer from such account. Neither the Finance Director or any other officer or employee of the City shall be liable or responsible for any loss resulting from any such investment or reinvestment made in accordance with this ordinance.

Section 706. Character of Funds. The moneys in any account designated in Articles V and VI hereof shall consist either of lawful money of the United States or Permitted Investments, or both such money and such Permitted Investments. Moneys deposited in a demand or time deposit account in a bank or savings and loan association, appropriately secured according to the laws of the State, shall be deemed lawful money of the United States.

Section 707. Payment of Debt Service Requirements. The moneys credited to any fund or account designated in Article VI hereof for the payment of the Debt Service Requirements of any Bonds shall be used without requisition, voucher, warrant, further order or authority (other than is contained herein), or any other preliminaries, to pay promptly the Debt Service Requirements of any Bonds payable from such fund or account as such amounts are due, except to the extent any other moneys are available therefor.

ARTICLE VIII

SECURITIES LIENS AND ADDITIONAL SECURITIES

Section 801. First Lien Bonds. The Bonds constitute an irrevocable and first lien (but not necessarily an exclusive first lien) upon the Net Revenues. The Bonds also constitute an irrevocable and first lien upon the moneys on deposit in the Costs of Issuance Fund and the Bond Fund.

Section 802. Equality of Bonds. The Bonds and any Parity Bonds hereafter authorized to be issued and from time to time Outstanding and any Parity Financial Products Agreements hereafter entered into are equitably and ratably secured by a lien on the Net Revenues and shall not be entitled to any priority one over the other in the application of the Net Revenues regardless of the time or times of the issuance of the Bonds and any other such Parity Bonds, or of the entering into of the Parity Financial Products Agreements, it being the intention of the Council that there shall be no priority among the Bonds, any such Parity Bonds and any Parity Financial Products Agreements regardless of the fact that they may be actually issued and delivered at different times, except that (a) moneys in the Costs of Issuance Fund and the Bond Fund shall secure only the Bonds, and (b) other Parity Bonds may have a lien on Net Revenues on a parity with the lien thereon of the Bonds whether or not a reserve fund is established for such Parity Bonds.

Section 803. Issuance of Parity Bonds. The City may issue additional Parity Bonds payable from the Net Revenues and constituting a lien thereon on a parity with, but not prior nor superior to, the lien thereon of the Bonds; but before any such additional Parity Bonds are authorized or actually issued the following conditions shall be satisfied:

A. Absence of Payment Default. At the time of the adoption of the ordinance or other instrument authorizing the issuance of the additional Parity Bonds, the City shall not be in default in making any payments required by Article VI hereof.

B. Historic Earnings Test. Except as hereinafter provided in the case of additional Parity Bonds issued for the purpose of refunding less than all of the Bonds and other Parity Bonds then Outstanding, the Net Revenues derived in any consecutive twelve month period within the eighteen months immediately preceding the date of issuance of the additional Parity Bonds shall be not less than the sum of (i) 115% of the Maximum Annual Debt Service Requirements of the Outstanding Bonds, any Outstanding Parity Bonds and the Parity Bonds proposed to be issued, plus (ii) 100% of the Maximum Annual Debt Service Requirements of any Outstanding Subordinate Securities, plus (iii) 100% of any policy costs then due and owing, if any, except as hereinafter otherwise expressly provided. If any adjustment in water rates, fees, tolls or charges or tap fees, or any combination thereof, is made by the City during such twelve month period, the calculation of the Net Revenues shall be adjusted to reflect the amount thereof that would have been received if such adjustment had been in effect throughout such twelve month period. In the case of additional Parity Bonds issued for the purpose of refunding less

than all of the Bonds and other Parity Bonds then Outstanding, compliance with this Section 803B shall not be required so long as the Debt Service Requirements payable on the Bonds and all other Parity Bonds Outstanding after the issuance of such additional Parity Bonds in each Bond Year does not exceed the Debt Service Requirements payable on the Bonds and all other Parity Bonds Outstanding prior to the issuance of such additional Parity Bonds in such Bond Year.

Section 804. Certification of Revenues. Where certifications of revenues are required by this ordinance, the specified and required written certifications of an Independent Accountant, an Independent Engineer, an Independent Rate Consultant or the Finance Director that revenues are sufficient to pay the required amounts shall be conclusively presumed to be accurate in determining the right of the City to authorize, issue, sell and deliver additional Parity Bonds.

Section 805. Subordinate Securities Permitted. Nothing herein prevents the City from issuing additional securities payable from the Net Revenues and having a lien thereon subordinate, inferior and junior to the lien thereon of the Bonds.

Section 806. Superior Securities Prohibited. Nothing herein permits the City to issue additional securities payable from the Net Revenues and having a lien thereon prior and superior to the lien thereon of the Bonds.

ARTICLE IX

PROTECTIVE COVENANTS

Section 901. General. The City hereby covenants and agrees with the Owners of the Bonds and makes provisions which shall be a part of its contract with such Owners to the effect and with the purpose set forth in the following Sections of this Article.

Section 902. Performance of Duties. The City, acting by and through the Council or otherwise, shall faithfully and punctually perform, or cause to be performed, all duties with respect to the Gross Revenues and the System required by the Constitution and laws of the State and the Charter and various ordinances of the City, including, without limitation, the making and collection of reasonable and sufficient fees, rates and other charges for services rendered or furnished by or the use of the System, as herein provided, and the proper segregation of the proceeds of the Bonds and of any securities hereafter authorized and the Gross Revenues and their application from time to time to the respective accounts provided therefor.

Section 903. Contractual Obligations. The City shall perform all contractual obligations undertaken by it under any agreements relating to the Bonds, the Gross Revenues, the Project, or the System, or any combination thereof, with any other Persons.

Section 904. Further Assurances. At any and all times the City shall, so far as it may be authorized by law, pass, make, do, execute, acknowledge, deliver and file or record all and every such further instruments, acts, deeds, conveyances, assignments, transfers, other documents and

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assurances as may be necessary or desirable for the better assuring, conveying, granting, assigning and confirming all and singular the rights, the Gross Revenues and other moneys and accounts hereby pledged or assigned, or intended so to be, or which the City may hereafter become bound to pledge or to assign, or as may be reasonable and required to carry out the purposes of this ordinance and to comply with any instrument of the City amendatory thereof, or supplemental thereto and the Charter. The City, acting by and through the Council, or otherwise, shall at all times, to the extent permitted by law, defend, preserve and protect the pledge of the Gross Revenues and other moneys and accounts pledged hereunder and all the rights of every Owner of any Bond hereunder against all claims and demands of all Persons whomsoever.

Section 905. Conditions Precedent. Upon the date of issuance of the Bonds, all conditions, acts and things required by the Federal or State Constitution, the Charter of the City, the Supplemental Public Securities Act and this ordinance to exist, to have happened and to have been performed precedent to or in the issuance of the Bonds shall exist, have happened, and have been performed; and the Bonds, together with all other obligations of the City, shall not contravene any debt or other limitation prescribed by the State Constitution or the Charter of the City.

Section 906. Efficient Operation and Maintenance. The City shall at all times operate the System properly and in a sound and economical manner; and the City shall maintain, preserve and keep the same properly or cause the same so to be maintained, preserved and kept, with the appurtenances and every part and parcel thereof in good repair, working order and condition, and shall from time to time make or cause to be made all necessary and proper repairs, replacements and renewals so that at all times the operation of the System may be properly and advantageously conducted. All salaries, fees, wages and other compensation paid by the City in connection with the maintenance, repair and operation of the System shall be reasonable and proper.

Section 907. Rules, Regulations and Other Details. The City, acting by and through the Council or otherwise, shall establish and enforce reasonable rules and regulations governing the operation, use and services of the System. The City shall observe and perform all of the terms and conditions contained in this ordinance and the Charter, and shall comply with all valid acts, rules, regulations, orders and directions of any legislative, executive, administrative or judicial body applicable to the System or to the City.

Section 908. Payment of Governmental Charges. The City shall pay or cause to be paid all taxes and assessments or other municipal or governmental charges, if any, lawfully levied or assessed upon or in respect of the System, or upon any part thereof, or upon any portion of the Gross Revenues, when the same shall become due, and shall duly observe and comply with all valid requirements of any municipal or governmental authority relative to the System or any part thereof, except for any period during which the same are being contested in good faith by proper legal proceedings. The City shall not create or suffer to be created any lien upon the System, or any part thereof, or upon the Gross Revenues, except the pledge and lien created by this ordinance for the payment of the Debt Service Requirements of the Bonds and except as herein

otherwise permitted. The City shall pay or cause to be discharged or shall make adequate provision to satisfy and to discharge, within 60 days after the same shall become payable, all lawful claims and demands for labor, materials, supplies or other objects which, if unpaid, might by law become a lien upon the System, or any part thereof, or the Gross Revenues; but nothing herein requires the City to pay or cause to be discharged or to make provision for any such tax, assessment, lien or charge, so long as the validity thereof is contested in good faith and by appropriate legal proceedings.

Section 909. Protection of Security. The City, the officers, agents and employees of the City, and the Council shall not take any action in such manner or to such extent as might prejudice the security for the payment of the Debt Service Requirements of the Bonds and any other securities payable from the Net Revenues or any Financial Products Agreement according to the terms thereof. No contract shall be entered into nor any other action taken by which the rights of any Owner of any Bond or other security payable from Net Revenues or any Financial Products Agreement might be prejudicially and materially impaired or diminished.

Section 910. Prompt Payment of Bonds. The City shall promptly pay the Debt Service Requirements of the Bonds at the places, on the dates and in the manner specified herein and in the Bonds according to the true intent and meaning hereof.

Section 911. Use of Bond Fund. The Bond Fund shall be used solely and only and the moneys credited to such account is hereby pledged for the purpose of paying the Debt Service Requirements of the Bonds to their respective maturities or any Redemption Date or Dates, subject to the provisions of Sections 607 and 1201 hereof.

Section 912. Other Liens. Other than as provided herein, there are no liens or encumbrances of any nature whatsoever on or against the System, or any part thereof, or on or against the Gross Revenues on a parity with or superior to the lien thereon of the Bonds.

Section 913. Corporate Existence. The City shall maintain its corporate identity and existence so long as any of the Bonds remain Outstanding, unless another body corporate and politic by operation of law succeeds to the powers, privileges, rights, liabilities, disabilities, duties and immunities of the City and is obligated by law to operate and maintain the System and to fix and collect the Gross Revenues as herein provided without adversely and materially affecting at any time the privileges and rights of any Owner of any Outstanding Bond.

Section 914. Disposal of System Prohibited. Except for the use of the System and services pertaining thereto in the normal course of business, neither all nor a substantial part of the System shall be sold, leased, mortgaged, pledged, encumbered, alienated or otherwise disposed of, until all the Bonds have been paid in full, as to all Debt Service Requirements, or unless provision has been made therefor, or until the Bonds have otherwise been redeemed, including, without limitation, the termination of the pledge as herein authorized; and the City shall not dispose of its title to the System or to any useful part thereof, including any property necessary to the operation and use of the System and the lands and interests in lands comprising the sites of the System, except as provided in Section 915 hereof.

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Section 915. Disposal of Unnecessary Property. The City at any time and from time to time may sell, exchange, lease or otherwise dispose of any property constituting a part of the System and not useful in the construction, reconstruction or operation thereof, or which shall cease to be necessary for the efficient operation of the System, or which shall have been replaced by other property of at least equal value. Any proceeds of any such sale, exchange or other disposition received and not used to replace such property so sold or so exchanged or otherwise so disposed of, shall be deposited by the City in the Income Fund or into a special book account for the betterment, enlargement, extension, other improvement and equipment of the System, or any combination thereof, as the Council may determine, and any proceeds of any such lease received shall be deposited by the City as Gross Revenues in the Income Fund.

Section 916. Competing System. So long as any of the Bonds are Outstanding, the City shall not grant any franchise or license to any competing facilities so that the Gross Revenues shall not be sufficient to satisfy the covenant in Section 921 hereof.

Section 917. Loss From Condemnation. If any part of the System is taken by the exercise of the power of eminent domain, the amount of any award received by the City as a result of such taking shall be paid into the Income Fund or into a capital improvement account pertaining to the System for the purposes thereof, or, applied to the redemption of the Outstanding Bonds and any Outstanding Parity Bonds relating thereto, all as the City may determine.

Section 918. Employment of Management Engineers. If the City defaults in paying the Debt Service Requirements of the Bonds and any other securities payable from the Gross Revenues promptly as the same fall due, or in the keeping of any covenants herein contained, and if such default continues for a period of 60 days, or if the Net Revenues in any Fiscal Year fail to equal at least the amount of the Debt Service Requirements of the Outstanding Bonds and any other securities (including all reserves therefor specified in the authorizing proceedings, including, without limitation, this ordinance) or any Financial Products Agreements payable from the Net Revenues in that Fiscal Year, the City shall retain a firm of competent management engineers skilled in the operation of such facilities to assist the management of the System so long as such default continues or so long as the Net Revenues are less than the amount hereinabove designated in this Section.

Section 919. Budgets. The Council and officials of the City shall annually and at such other times as may be provided by law prepare and adopt a budget pertaining to the System.

Section 920. Reasonable and Adequate Charges. While the Bonds remain Outstanding and unpaid, the fees, rates and other charges due to the City for the use of or otherwise pertaining to and services rendered by the System to the City, to its inhabitants and to all other users within and without the boundaries of the City shall be reasonable and just, taking into account and consideration public interests and needs, the cost and value of the System, the Operation and Maintenance Expenses thereof, and the amounts necessary to meet the Debt Service Requirements of all Bonds and any other securities payable from the Net Revenues, including,

without limitation, reserves and any replacement accounts therefor and, without duplication, its obligations under any Financial Products Agreements.

Section 921. Adequacy and Applicability of Charges. There shall be charged against users of service pertaining to and users of the System, including the City, except as provided by Section 922 hereof, such fees, rates and other charges so that the Gross Revenues shall be adequate to meet the requirements of this and the preceding Sections hereof. Such charges pertaining to the System shall be at least sufficient so that the Gross Revenues annually are sufficient to pay in each Fiscal Year:

A. Operation and Maintenance Expenses. An amount equal to the annual Operation and Maintenance Expenses for such Fiscal Year;

B. Debt Service Requirements. An amount equal to 115% of the Debt Service Requirements on the Bonds and any Parity Bonds then Outstanding payable from the Net Revenues in that Fiscal Year (excluding the reserves therefor) in each case computed as of the beginning of such Fiscal Year, plus 100% of the Debt Service Requirements on any Subordinate Securities then Outstanding payable from the Net Revenues in that Fiscal Year (excluding the reserves therefor) in each case computed as of the beginning of such Fiscal Year;

C. Other Charges. Amounts necessary to pay and discharge all charges and liens on the System currently coming due and required to be paid out of the Gross Revenues during such Fiscal Year; and

D. Deficiencies. Any amounts required to pay all sums, if any, due and owing to meet then existing deficiencies pertaining to any fund or account relating to the Gross Revenues or any securities payable therefrom and any amounts necessary to satisfy its covenants under any Financial Products Agreements (other than Financial Products Payments).

In the event that Gross Revenues collected during a Fiscal Year are not sufficient to meet the requirements of the rate covenant set forth above in this Section, the City shall, within 90 days of the end of such Fiscal Year, cause an Independent Accountant, Independent Engineer or Independent Rate Consultant, to prepare a rate study for the purpose of recommending a schedule of rates, fees and charges for the use of the System which in the opinion of the firm conducting the study will be sufficient to provide Gross Revenues to be collected in the next succeeding Fiscal Year which will provide compliance with said rate covenant. The City shall, within six months of receipt of such study, adopt rates, fees and charges for the use of the System, based upon the recommendations contained in such study, which provide compliance with said rate covenant.

Section 922. Limitations Upon Free Service. No free service or facilities shall be furnished by the System, except that the City shall not be required to pay for the use of any water, water facilities, or other services and facilities provided by the System or otherwise to use the System or any part thereof, for municipal purposes, and the City shall not be required to pay any system development fees.

Section 923. Levy of Charges. The City shall forthwith and in any event prior to the delivery of any of the Bonds, fix, establish and levy the fees, rates and other charges which are required by Section 921 of this ordinance, if such action is necessary therefor. No reduction in any initial or existing rate schedule for the System may be made:

A. Proper Application. Unless the City has fully complied with the provisions of Article VI of this ordinance for at least the full Fiscal Year immediately preceding such reduction of the initial or any other existing rate schedule; and

B. Sufficient Revenues. Unless the audit required by the Independent Accountant by Section 927 hereof for the full Fiscal Year immediately preceding such reduction discloses that the estimated revenues resulting from the proposed rate schedule for the System, after the schedule's proposed reduction, shall be at least sufficient to produce the amounts required by Section 921 hereof.

Section 924. Collection of Charges. The City shall cause all fees, rates and other charges pertaining to the System to be collected as soon as is reasonable, shall prescribe and enforce rules and regulations or impose contractual obligations for the payment of such charges, and for the use of the System, and shall provide methods of collection and penalties, to the end that the Gross Revenues shall be adequate to meet the requirements of this ordinance and any other ordinance supplemental thereto.

Section 925. Procedure for Collecting Charges. All bills for water services or facilities, and all other services or facilities furnished or served by or through the System shall be rendered to customers on a regularly established basis. The fees, rates and other charges due shall be collected in a lawful manner, including, without limitation, discontinuance of service.

Section 926. Maintenance of Records. So long as any of the Bonds and any other Parity Bonds or any Financial Products Agreement payable from the Gross Revenues remain Outstanding, proper books of record and account shall be kept by the City, separate and apart from all other records and accounts.

Section 927. Audits Required. The City, annually following the close of each Fiscal Year, shall order an audit for the Fiscal Year of such books and accounts to be made forthwith by an Independent Accountant, and order an audit report showing the receipts and disbursements for each account pertaining to the System and the Gross Revenues.

Section 928. Accounting Principles. System records and accounts, and audits thereof, shall be currently kept and made, as nearly as practicable, in accordance with the then generally accepted accounting principles, methods and terminology followed and construed for utility operations comparable to the System, except as may be otherwise provided herein or required by applicable law or regulation or by contractual obligation existing on the effective date of this ordinance.

Section 929. Insurance and Reconstruction. Except to the extent of any self-insurance, the City shall at all times maintain with responsible insurers fire and extended coverage insurance, worker's compensation insurance, public liability insurance and all such other insurance as is customarily maintained with respect to utilities of like character against loss of or damage to the System and against loss of revenues and against public and other liability to the extent reasonably necessary to protect the interests of the City and of each Owner of a Bond. If any useful part of the System shall be damaged or destroyed, the City shall, as expeditiously as may be possible, commence and diligently proceed with the repair or replacement of the damaged property so as to restore the same to use. The proceeds of any such insurance shall be payable to the City and (except for proceeds of any use and occupancy insurance) shall be applied to the necessary costs involved in such repair and replacement and to the extent not so applied shall (together with the proceeds of any such use and occupancy insurance) be deposited in the Income Fund by the City as revenues derived from the operation of the System. If the costs of such repair and replacement of the damaged property exceed the proceeds of such insurance available for the payment of the same, moneys in the Income Fund shall be used to the extent necessary for such purposes, as permitted by Section 611 hereof.

Section 930. Tax Exemption. The City covenants for the benefit of the Owners of the Bonds that it will not take any action or omit to take any action with respect to the Bonds, the proceeds thereof, any other funds of the City or any facilities financed or refinanced with the proceeds of the Bonds if such action or omission (a) would cause the interest on the Bonds to lose its exclusion from gross income for federal income tax purposes under Section 103 of the Tax Code, (b) would cause interest on the Bonds to lose its exclusion from alternative minimum taxable income as defined in Section 55(b)(2) of the Tax Code except to the extent such interest is required to be included in the adjusted current earnings adjustment applicable to corporations under Section 56 of the Tax Code in calculating corporate alternative minimum taxable income or (c) would cause interest on the Bonds to lose its exclusion from Colorado taxable income or Colorado alternative minimum taxable income under present State law. In furtherance of this covenant, the City agrees to comply with the procedures set forth in the Tax Compliance Certificate. The foregoing covenant shall remain in full force and effect notwithstanding the payment in full or defeasance of the Bonds until the date on which all obligations of the City in fulfilling the above covenant under the Tax Code and Colorado law have been met.

The City hereby determines that neither the City nor any entity subordinate thereto reasonably anticipates issuing in the aggregate more than \$10,000,000 face amount of tax-exempt bonds or any other similar obligations during calendar year 2013. For the purpose of Section 265(b)(3)(B) of the Tax Code, the City hereby designates the Bonds as qualified tax-exempt obligations.

Section 931. Financial Products Agreements. No payments under a Financial Products Agreement shall be secured by a lien on Net Revenues prior and superior to the lien thereon of the Bonds. Notwithstanding any other provision of this ordinance, no termination, settlement or similar payments required to be paid upon an early termination of a Financial Products

Agreement or as a result of any event of default thereunder shall be secured by a lien on Net Revenues on a parity with the Bonds.

ARTICLE X

PRIVILEGES, RIGHTS AND REMEDIES

Section 1001. Owners' Remedies. Each Owner of any Bond shall be entitled to all of the privileges, rights and remedies provided or permitted in the Charter and this ordinance, and as otherwise provided or permitted by law or in equity or by any statutes, except as provided in Sections 202 through 206 hereof, but subject to the provisions herein concerning the pledge of and the covenants and the other contractual provisions concerning the Gross Revenues and the proceeds of the Bonds.

Section 1002. Right to Enforce Payment. Nothing in this Article affects or impairs the right of any Owner of any Bond to enforce the payment of the Debt Service Requirements due in connection with his or her Bond or the obligation of the City to pay the Debt Service Requirements of each Bond to the Owner thereof at the time and the place expressed in the Bond.

Section 1003. Events of Default. Each of the following events is hereby declared an "Event of Default:"

A. Nonpayment of Principal. Payment of the principal of any of the Bonds is not made when the same becomes due and payable, either at maturity or by proceedings for prior redemption, or otherwise.

B. Nonpayment of Interest. Payment of any installment of interest on any of the Bonds is not made when the same becomes due and payable.

C. Cross Defaults. The occurrence and continuance of an "event of default," as defined in any Parity Bond Ordinance.

D. Bankruptcy. The City shall file a petition or answer seeking reorganization or arrangement under the federal bankruptcy laws or any other applicable law of the United States of America, or a court of competent jurisdiction shall approve a petition, filed with or without the consent of the City, seeking reorganization under the federal bankruptcy laws or any other applicable law of the United States of America, or, under the provisions of any other law for the relief or aid of debtors, any court of competent jurisdiction shall assume custody or control of the City, or of the whole or any substantial portion of its property.

E. Failure to Reconstruct. The City unreasonably delays or fails to carry out with reasonable dispatch the reconstruction of any part of the System which is destroyed or damaged and is not promptly repaired or replaced (whether such failure promptly to repair the same is due to impracticability of such repair or replacement or is due to a lack of moneys

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therefor or for any other reason), but it shall not be an Event of Default if such reconstruction is not essential to the efficient operation of the System.

F. Appointment of Receiver. An order or decree is entered by a court of competent jurisdiction with the consent or acquiescence of the City appointing a receiver or receivers for the System or for the Gross Revenues and any other moneys subject to the lien to secure the payment of the Bonds, or if an order or decree having been entered without the consent or acquiescence of the City is not vacated or discharged or stayed on appeal within 60 days after entry.

G. Default of Any Provision. The City defaults in the due and punctual performance of any other of the representations, covenants, conditions, agreements and other provisions contained in the Bonds or in this ordinance on its part to be performed, and such default continues for 30 days after written notice specifying such default and requiring the same to be remedied is given to the City specifying the failure and requiring that it be remedied, which notice may be given by the Paying Agent in its discretion and shall be given by the Paying Agent at the written request of the Owners of not less than 25 percent in aggregate principal amount of Bonds then Outstanding.

Section 1004. Remedies for Defaults. Upon the happening and continuance of any Event of Default, the Owner or Owners of not less than 25% in aggregate principal amount of the Bonds then Outstanding, including, without limitation, a trustee or trustees therefor, may proceed against the City and its agents, officers and employees to protect and to enforce the rights of any Owner of Bonds under this ordinance by mandamus or by other suit, action or special proceedings in equity or at law, in any court of competent jurisdiction, either for the appointment of a receiver or for the specific performance of any covenant or agreement contained herein or in an award of execution of any power herein granted for the enforcement of any proper legal or equitable remedy as such Owner or Owners may deem most effectual to protect and to enforce the rights aforesaid, or thereby to enjoin any act or thing which may be unlawful or in violation of any right of any Owner of any Bond, or to require the City to act as if it were the trustee of an expressed trust, or any combination of such remedies. All such proceedings at law or in equity shall be instituted, had and maintained for the equal benefit of all Owners of the Bonds and any other Parity Bonds and the Providers of any Parity Financial Products Agreements.

Section 1005. Receiver's Rights and Privileges. Any receiver appointed in any proceedings to protect the rights of such Owners hereunder, the consent to any such appointment being hereby expressly granted by the City, may enter and may take possession of the System, may operate and maintain the same, may prescribe fees, rates and other charges, and may collect, receive and apply all Gross Revenues arising after the appointment of such receiver in the same manner as the City itself might do.

Section 1006. Rights and Privileges Cumulative. The failure of any Owner of any Outstanding Bond to proceed in any manner herein provided shall not relieve the City, or any of its officers, agents or employees of any liability for failure to perform or carry out any duty,

obligation or other commitment. Each right or privilege of any such Owner (or trustee thereof) is in addition and is cumulative to any other right or privilege, and the exercise of any right or privilege by or on behalf of any Owner shall not be deemed a waiver of any other right or privilege thereof.

Section 1007. Duties upon Defaults. Upon the happening of any Event of Default, the City shall do and perform all proper acts on behalf of and for the Owners of Bonds to protect and to preserve the security created for the payment of the Bonds and to insure the payment of the Debt Service Requirements promptly as the same become due. While any Event of Default exists, except to the extent it may be unlawful to do so, all Gross Revenues shall be paid into the Bond Fund and into bond or similar funds established for other Parity Bonds then Outstanding, pro rata based upon the aggregate principal amount of the Bonds and Parity Bonds then Outstanding. If the City fails or refuses to proceed as in this Section provided, the Owner or Owners of not less than 25% in aggregate principal amount of the Bonds then Outstanding, after demand in writing, may proceed to protect and to enforce the rights of the Owners of the Bonds as hereinabove provided, and to that end any such Owners of the Outstanding Bonds shall be subrogated to all rights of the City under any agreement, lease or other contract involving the System or the Gross Revenues entered into prior to the effective date of this ordinance or thereafter while any of the Bonds are Outstanding.

ARTICLE XI

AMENDMENT OF ORDINANCE

Section 1101. Amendment of Ordinance.

A. Amendment of Ordinance Not Requiring Consent of the Bond Owners. The City may, without the consent of or notice to the Owners of the Bonds, adopt such ordinances supplemental hereto (which amendments shall thereafter form a part hereof) for any one or more or all of the following purposes:

- (1) To cure or correct any formal defect, ambiguity or inconsistent provision contained in this ordinance;
- (2) To appoint successors to the Paying Agent or Registrar;
- (3) To add to the covenants and agreements of the City or the limitations and restrictions on the City set forth herein;
- (4) To subject to the covenants and agreements of the City in this ordinance additional System revenues, to be defined and treated as Gross Revenues, for the purpose of providing additional security for the Bonds and any Parity Bonds;
- (5) To cause this ordinance to comply with the Trust Indenture Act of 1939, as amended from time to time; or

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(6) To effect any such other changes hereto which do not materially adversely affect the interests of the Owners of the Bonds.

B. Amendment of Ordinance Requiring Consent of the Bond Owners.

Exclusive of the amendatory ordinances covered by Section 1101A hereof, this ordinance may be amended or modified by ordinances or other instruments duly adopted by the City, without receipt by it or any additional consideration, but only with the written consent of the Owners of a majority in aggregate principal amount of the Bonds then Outstanding at the time of the adoption of such amendatory ordinance, excluding any Bonds which may then be held or owned for the account of the City. Notwithstanding the foregoing, without the prior written consent of all Owners of the Bonds affected by such amendment, no such ordinance shall permit:

(1) Changing Payment. A change in the maturity, terms of redemption or interest payment of any Outstanding Bond; or

(2) Reducing Return. A reduction in the principal amount of any Bond or the rate of interest thereon, without the consent of the Owner of the Bond; or

(3) Prior Lien. The creation of a lien upon or a pledge of revenues ranking prior to the lien or to the pledge created by this ordinance; or

(4) Modifying Any Bond. A reduction of the principal amount or percentages or otherwise affecting the description of Bonds the consent of the Owners of which is required for any such modification or amendment; or

(5) Priorities Between Bonds. The establishment of priorities as between Bonds issued and Outstanding; or

(6) Modification of Less Than All the Bonds. The modification of or otherwise affecting the rights of the Owners of less than all of the Outstanding Bonds.

Whenever the Council proposes to amend or modify this ordinance under the provisions of this Section 1101B, it shall cause notice of the proposed amendment to be mailed to the Owners of all Outstanding Bonds at their addresses as the same last appear on the registration records maintained by the Paying Agent. Such notice shall briefly set forth the nature of the proposed amendment and shall state that a copy of the proposed amendatory ordinance is on file in the office of the City Clerk for public inspection. Time for Amendment. If the ordinance is required to be consented to by the Owners of the Bonds, whenever at any time within one year from the date of the giving of such notice there shall be filed in the office of the City Clerk an instrument or instruments executed by the Owners of at least a majority in aggregate principal amount of the Bonds then Outstanding, which instrument or instruments shall refer to the proposed amendatory ordinance described in such notice and shall specifically consent to and approve the adoption of such ordinance, the Council may adopt such amendatory ordinance and such ordinance shall become effective. If the ordinance is not required to be consented to by the Owners of the Bonds, the amendatory ordinance may be adopted by the Council at any time.

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Section 1103. Binding Consent to Amendment. If the Owners of not less than a majority in aggregate principal amount of the Bonds Outstanding at the time of the adoption of such amendatory ordinance requiring consent of the Owners of the Bonds, or the predecessors in title of such Owners, shall have consented to and approved the adoption thereof as herein provided, no Owner of any Bond, whether or not such Owner shall have consented to or shall have revoked any consent as in this Article provided, shall have any right or interest to object to the adoption of such amendatory ordinance or to object to any of the terms or provisions therein contained or to the operation thereof or to enjoin or restrain the City from taking any action pursuant to the provisions thereof.

Section 1104. Time Consent Binding. Any consent given by the Owner of a Bond pursuant to the provisions of this Article shall be irrevocable for a period of 6 months from the date of the giving of the notice above provided for and shall be conclusive and binding upon all future Owners of the same Bond during such period. Such consent may be revoked at any time after 6 months from the date of such giving of such notice by the Owner who gave such consent or by a successor in title by filing notice of such revocation with the City Clerk, but such revocation shall not be effective if the Owners of not less than a majority in aggregate principal amount of the Bonds Outstanding as in this Article provided, prior to the attempted revocation, consented to and approved the amendatory ordinance referred to in such revocation.

Section 1105. Unanimous Consent. Notwithstanding anything in the foregoing provisions of this Article, the terms and provisions of this ordinance or of any ordinance amendatory thereof or supplemental thereto and the rights and the obligations of the City and of the Owners of the Bonds thereunder may be modified or amended in any respect upon the adoption by the City and upon the filing with the City Clerk of an ordinance to that effect and with the consent of the Owners of all the then Outstanding Bonds, such consent to be given as provided in Section 1103 hereof; and no notice to Owners of Bonds shall be required as provided in Section 1102 hereof, nor shall the time of consent be limited except as may be provided in such consent.

Section 1106. Exclusion of City's Bonds. At the time of any consent or of other action taken under this Article, the City shall furnish to the City Clerk a certificate of the Finance Director, upon which the City may rely, describing all Bonds to be excluded for the purpose of consent or of other action or of any calculation of Outstanding Bonds provided for in this Article, and the City shall not be entitled with respect to such Bonds to give any consent or to take any other action provided for in this Article, as provided in Section 102 B hereof.

Section 1107. Notation on Bonds. Bonds authenticated and delivered after the effective date of any action taken as in this Article provided may bear a notation by endorsement or otherwise in form approved by the Council as to such action; and after the approval of such notation, then upon demand of the Owner of any Bond Outstanding and upon presentation of his or her Bond for that purpose at the principal office of the Paying Agent, suitable notation shall be made on such Bond by the Paying Agent as to any such action. If the Council so determines, new Bonds, so modified as in the opinion of the Council conform to such action, shall be

prepared, executed, authenticated and delivered; and upon demand of the Owner of any Bond then Outstanding, shall be exchanged without cost to such Owner for Bonds then Outstanding upon surrender of such Bonds.

Section 1108. Proof of Instruments and Bonds. The fact and date of execution of any instrument under the provisions of this Article, the amount and number of the Bonds held by any Person executing such instrument, and the date of his or her holding the same may be proved as provided by Section 1203 hereof.

ARTICLE XII

MISCELLANEOUS

Section 1201. Defeasance. If, when the Bonds shall be paid in accordance with their terms (or payment of the Bonds has been provided for in the manner set forth in the following paragraph), together with all other sums payable hereunder, then this ordinance and all rights granted hereunder shall thereupon cease, terminate and become void and be discharged and satisfied. Also if all Outstanding Bonds shall have been purchased by the City and delivered to the Paying Agent for cancellation, and all other sums payable hereunder have been paid, or provision shall have been made for the payment of the same, then this ordinance and all rights granted hereunder shall thereupon cease, terminate and become void and be discharged and satisfied.

Payment of any Outstanding Bond shall prior to the maturity or Redemption Date thereof be deemed to have been provided for within the meaning and with the effect expressed in this Section if (a) in case said Bond is to be redeemed on any date prior to its maturity, the City shall have given to the Paying Agent in form satisfactory to it irrevocable instructions to give on a date in accordance with the provisions of Section 404 hereof notice of redemption of such Bond on said Redemption Date, such notice to be given in accordance with the provisions of Section 404 hereof, (b) there shall have been deposited with the Paying Agent or other Trust Bank either moneys in an amount which shall be sufficient, or Federal Securities which shall not contain provisions permitting the redemption thereof at the option of the issuer, the principal of and the interest on which when due, and without any reinvestment thereof, will provide moneys which, together with the moneys, if any, deposited with or held by the Paying Agent or other Trust Bank at the same time, shall be sufficient to pay when due the Debt Service Requirements due and to become due on said Bond on and prior to the Redemption Date or maturity date thereof, as the case may be, and (c) in the event said Bond is not by its terms subject to redemption within the next sixty days, the City shall have given the Paying Agent in form satisfactory to it irrevocable instructions to give, as soon as practicable in the same manner as the notice of redemption is given pursuant to Section 404 hereof, a notice to the Owner of such Bond that the deposit required by (b) above has been made with the Paying Agent or other Trust Bank and that payment of said Bond has been provided for in accordance with this Section and stating such maturity or Redemption Date upon which moneys are to be available for the payment of the Debt Service Requirements of said Bond. Neither such securities nor moneys deposited with the

Paying Agent or other Trust Bank pursuant to this Section or principal or interest payments on any such Federal Securities shall be withdrawn or used for any purpose other than, and shall be held in trust for, the payment of the Debt Service Requirements of said Bond; provided any cash received from such principal or interest payments on such Federal Securities deposited with the Paying Agent or other Trust Bank, if not then needed for such purpose, shall, to the extent practicable, be reinvested in securities of the type described in (b) of this paragraph maturing at times and in amounts sufficient to pay when due the Debt Service Requirements to become due on said Bond on or prior to such Redemption Date or maturity date thereof, as the case may be. At such time as payment of a Bond has been provided for as aforesaid, such Bond shall no longer be secured by or entitled to the benefits of this ordinance, except for the purpose of any payment from such moneys or securities deposited with the Paying Agent or other Trust Bank.

In the event that any Bond is deemed to have been paid and defeased in accordance with (b) of the preceding paragraph, then in connection therewith, the City shall cause to be delivered a verification report of an independent nationally recognized certified public accountant.

The release of the obligations of the City under this Section shall be without prejudice to the right of the Paying Agent to be paid reasonable compensation for all services rendered by it hereunder and all its reasonable expenses, charges and other disbursements incurred on or about the administration of and performance of its powers and duties hereunder.

Upon compliance with the foregoing provisions of this Section with respect to all Bonds then Outstanding, this ordinance may be discharged in accordance with the provisions of this Section but the liability of the City in respect of the Bonds shall continue; provided that the Owners thereof shall thereafter be entitled to payment only out of the moneys or Federal Securities deposited with the Paying Agent or other Trust Bank as provided in this Section.

Section 1202. Delegated Powers. The officers and employees of the City be, and they hereby are, authorized and directed to take all action necessary or appropriate to effectuate the provisions of this ordinance, including, without limitation:

A. The execution and delivery of such documents, instruments and certificates as may be reasonably required by the City's bond counsel or the Purchaser.

B. The execution and delivery of the Sale Certificate, the Bonds and the Paying Agent Agreement.

Section 1203. Evidence of Bond Owners. Any request, consent or other instrument which this ordinance may require or may permit to be signed and to be executed by the Owners of any Bonds may be in one or more instruments of similar tenor and shall be signed or shall be executed by each such Owner in person or by his or her attorney appointed in writing. Proof of the execution of any such instrument or of an instrument appointing any such attorney, or the holding by any Person of the Bonds shall be sufficient for any purpose of this ordinance (except as otherwise herein expressly provided) if made in the following manner:

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A. Proof of Execution. The fact and the date of the execution by any Owner of any Bonds or his or her attorney of such instrument may be established by a certificate, which need not be acknowledged or verified, of an officer of a bank or trust company satisfactory to the City Clerk or of any notary public or other officer authorized to take acknowledgments of deeds to be recorded in the state in which he or she purports to act, that the individual signing such request or other instrument acknowledged to him or her the execution thereof, or by an affidavit of a witness of such execution, duly sworn to before such notary public or other officer; the authority of the individual or individuals executing any such instrument on behalf of a corporate Owner of any securities may be established without further proof if such instrument is signed by an individual purporting to be the president or vice president of such corporation with a corporate seal affixed and attested by an individual purporting to be its secretary or an assistant secretary; and the authority of any Person or Persons executing any such instrument in any fiduciary or representative capacity may be established without further proof if such instrument is signed by a Person or Persons purporting to act in such fiduciary or representative capacity; and

B. Proof of Holdings. The amount of Bonds held by any Person and the numbers, date and other identification thereof, together with the date of his or her holding the Bonds, shall be proved by the registration records maintained by the Paying Agent.

Section 1204. Notices. Except as otherwise may be provided in this ordinance, all notices, certificates, requests or other communications pursuant to this ordinance shall be in writing and shall be sufficiently given and shall be deemed given by personal delivery or when mailed by first class mail, and either delivered or addressed as follows:

If to the City at: City of Louisville, Colorado
749 Main Street
Louisville, Colorado 80227
Attention: Finance Director

If to the Paying Agent at: U.S. Bank National Association
950 17th Street, 12th Floor
Denver, CO 80202
Attention: Corporate Trust Services

The City and the Paying Agent may, by written notice, designate any further means of communication – such as electronic mail – and further or different addresses to which subsequent notices, certificates or other communications shall be sent.

Section 1205. Business Days. If the date for making any payment or the last date for performance of any act or the exercising of any rights, as provided in this ordinance, shall not be a Business Day, such payment may be made or act performed or right exercised on the next succeeding Business Day, with the same force and effect as if done on the nominal date provided in this ordinance, and no interest shall accrue for the period after such nominal date.

Section 1206. Publication. Upon final adoption, this ordinance shall be published by title only; however, if this ordinance is amended prior to final adoption and is published by title only, the amendment shall be published in full.

INTRODUCED BY MOTION, READ BY TITLE, PASSED ON FIRST READING,
AND ORDERED PUBLISHED this 16th day of July, 2013.

Mayor

ATTEST:

City Clerk

APPROVED AS TO FORM:

City Attorney

INTRODUCED BY MOTION, PASSED AND ADOPTED ON SECOND AND FINAL
READING this 6th day of August, 2013.

Mayor

ATTEST:

City Clerk

EXHIBIT A
(FORM OF BOND)

UNITED STATES OF AMERICA

STATE OF COLORADO

COUNTY OF BOULDER

CITY OF LOUISVILLE, COLORADO
WATER AND WASTEWATER ENTERPRISE
REVENUE REFUNDING BOND
SERIES 2013

No. R- _____ \$ _____

INTEREST RATE

MATURITY DATE

DATED AS OF

_____%

_____, 20__

REGISTERED OWNER:

PRINCIPAL AMOUNT: _____ DOLLARS

The City of Louisville (the “City”), in the County of Boulder and State of Colorado (the “State”), for value received, hereby promises to pay to the registered owner specified above, or registered assigns, upon the presentation and surrender of this bond, solely from the special funds provided therefor, as hereinafter set forth, the principal amount set forth above on the maturity date specified above (unless this bond shall have been called for prior redemption, in which case on the Redemption Date) and to pay solely from such special funds interest hereon at the interest rate per annum specified above, payable semiannually on June 1 and December 1 in each year, beginning on June 1, 2014, until the principal amount is paid or payment has been provided for, as described in an ordinance adopted by the City Council of the City on second reading on August 6, 2013 (the “Ordinance”).

This is one of an authorized series of bonds issued under the Ordinance (the “Bonds”). The Bonds are all issued under and equally and ratably secured by and entitled to the security of the Ordinance. To the extent not defined herein, terms used in this Bond shall have the same meanings as set forth in the Ordinance. This Bond bears interest, matures, is payable, is subject to redemption and is transferable as provided in the Ordinance and the Sale Certificate.

Reference is made to the Ordinance and to all Ordinances supplemental thereto, with respect to the nature and extent of the security for the Bonds, the accounts, funds or revenues pledged, rights, duties and obligations of the City and the Paying Agent, the rights of the Owners of the Bonds, the events of defaults and remedies, the circumstances under which any Bond is no longer Outstanding, the issuance of additional bonds and the terms on which such additional

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bonds may be issued under and secured by the Ordinance, the ability to amend the Ordinance, and to all the provisions of which the Owner hereof by the acceptance of this Bond assents.

THE BONDS ARE ISSUED PURSUANT TO AND IN FULL COMPLIANCE WITH THE CONSTITUTION AND LAWS OF THE STATE OF COLORADO, AND PURSUANT TO THE ORDINANCE. THE BONDS ARE SPECIAL, LIMITED OBLIGATIONS OF THE CITY, SECURED BY THE NET REVENUES. THE BONDS DO NOT CONSTITUTE A DEBT OF THE CITY, THE STATE OR ANY POLITICAL SUBDIVISION THEREOF, AND NEITHER THE CITY, THE STATE NOR ANY OF THE POLITICAL SUBDIVISIONS THEREOF IS LIABLE THEREFOR. NEITHER THE MEMBERS OF THE CITY COUNCIL NOR ANY PERSONS EXECUTING THIS BOND SHALL BE PERSONALLY LIABLE FOR THIS BOND.

It is certified, recited and warranted that all the requirements of law have been fully complied with by the proper officers of the City in the issuance of this Bond; that it is issued pursuant to and in strict conformity with the Constitution of the State, with the Charter of the City, and with the Ordinance and any ordinances supplemental thereto; and that this Bond does not contravene any Constitutional, statutory or Charter limitation.

It is also certified, recited, and warranted that the Bonds are issued under the authority of the Ordinance and the Supplemental Public Securities Act. It is the intention of the City, as expressed in the Ordinance, that this recital shall conclusively impart full compliance with all of the provisions of the Ordinance and shall be conclusive evidence of the validity and the regularity of the issuance of the Bonds after their delivery for value and that all of the Bonds issued are incontestable for any cause whatsoever after their delivery for value.

This Bond shall not be valid or become obligatory for any purpose or be entitled to any security or benefit under the Ordinance until the certificate of authentication hereon shall have been duly executed by the Paying Agent.

IN WITNESS WHEREOF, the City has caused this Bond to be signed and executed in its name and upon its behalf with the facsimile signature of its Mayor, and has caused the facsimile of the seal of the City to be affixed hereon and has caused this Bond to be signed, executed and attested with the facsimile signature of its City Clerk, all as of the date specified above.

CITY OF LOUISVILLE, COLORADO

(SEAL)

By (Facsimile Signature)
Mayor

ATTEST:

(Facsimile Signature)
City Clerk

(FORM OF CERTIFICATE OF AUTHENTICATION)

This is one of the Bonds described in the within mentioned Ordinance.

U.S. BANK NATIONAL ASSOCIATION,
as Paying Agent

By _____
Authorized Signatory

Date of Authentication and Registration: _____

(END OF FORM OF CERTIFICATE OF AUTHENTICATION)

(FORM OF ASSIGNMENT)

ASSIGNMENT

FOR VALUE RECEIVED the undersigned hereby sells, assigns and transfers unto _____ the within Bond and all rights thereunder, and hereby irrevocably constitutes and appoints _____ to transfer the within Bond on the records kept for the registration thereof with full power of substitution in the premises.

Dated: _____

NOTICE: The signature to this assignment must correspond with the name as it appears on the face of the within Bond in every particular, without alteration or enlargement or any change whatever. The signature must be guaranteed by an eligible guarantor institution as defined in 17 CFR § 240.17 Ad-15(a)(2).

Signature Guaranteed by Member
of the Medallion Signature Program:

Address of Transferee:

Social Security or other tax
identification number of
transferee:

(END OF FORM OF ASSIGNMENT)

(FORM OF PREPAYMENT PANEL)

PREPAYMENT PANEL

The following installments of principal (or portions thereof) of this Bond have been prepaid in accordance with the terms of the Ordinance.

<u>Date of Prepayment</u>	<u>Principal Prepaid</u>	Signature of Authorized Representative of Owner
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

(END OF FORM OF PREPAYMENT PANEL)

[End of Form of Bond]

BOND PURCHASE AGREEMENT

\$ _____
City of Louisville, Colorado
Water and Wastewater Enterprise
Revenue Refunding Bonds, Series 2013

_____, 2013

City of Louisville, Colorado
749 Main Street
Louisville, CO 80027

The undersigned [Purchaser], and its successors and/or assigns (the “Purchaser”), acting on behalf of itself and not as fiduciary or agent for you, offers to enter into this Bond Purchase Agreement (herein, the “Purchase Agreement”) with the City of Louisville, Colorado (the “City”), which, upon the acceptance by the City and as additionally provided in Article V hereof, shall be in full force and effect in accordance with its terms and shall be binding upon you and the Purchaser.

This offer is made subject to your mutual acceptance and approval on or before 500 p.m., Colorado time, on _____, 2013.

ARTICLE I. **SALE, PURCHASE AND DELIVERY**

Section 1.1. On the basis of the representations and agreements contained herein and upon the terms and conditions herein set forth, the Purchaser hereby agrees to purchase \$_____ principal amount of City of Louisville, Colorado Water and Wastewater Enterprise Revenue Refunding Bonds, Series 2013 (the “Bonds”) at a purchase price equal to \$_____.

The Bonds are being issued pursuant to an Ordinance (the “Bond Ordinance”), finally adopted by the City Council of the City (the “City Council”) on second reading on August 6, 2013. Capitalized terms used herein and not otherwise defined shall have the meaning as defined in the Bond Ordinance.

The Bonds are being issued for the purpose of (a) providing for the payment of the amounts due under the 2003 Loan, and (b) paying the costs of issuing the Bonds (collectively, the “Refunding Project”).

In addition to the adoption of the Bond Ordinance, the City is to execute and deliver a Sale Certificate (the “Sale Certificate”) in accordance with the terms and provisions of the Bond Ordinance and to enter into a Registrar and Paying Agent Agreement (the “Paying Agent Agreement”) with U.S. Bank National Association, as paying agent thereunder.

Pursuant to and subject to the terms of this Purchase Agreement, all of the Bonds shall be sold to the Purchaser, and the Purchaser shall be obligated to purchase all of the Bonds, if any are

purchased, and the principal amount of the Bonds shall be delivered by the City to, and accepted and paid for by, the Purchaser on the Closing Date.

Section 1.2.

(a) At 9:00 a.m., Colorado time, on [Closing Date], 2013, or on such other date as shall be agreed upon in writing by the City and the Purchaser (such time and date being herein referred to as the “Closing” or the “Closing Date”), the City shall deliver the Bonds to the Purchaser, and shall deliver to the Purchaser the other documents herein mentioned, including the Bond Ordinance and the Sale Certificate, at the offices of Sherman & Howard LLC (“Bond Counsel”), 633 17th Street, Suite 3000, Denver, Colorado 80202 or such other location as may be mutually agreed upon by the City and the Purchaser. The Purchaser will accept such delivery and pay the purchase price of the Bonds as set forth in Section 1.1 hereof in immediately available funds by federal funds check or wire transfer to the order of the City.

(b) The Bonds shall initially be issued in the form of one fully registered bond registered in the name of the Purchaser. The Bonds (i) are dated their date of delivery, (ii) mature on December 1, 2024, (iii) bear interest at the rate per annum as set forth in Exhibit A hereto, (iv) are subject to optional redemption as provided in Exhibit A hereto and (v) are subject to mandatory sinking fund redemption as provided in Exhibit A hereto, all as provided in the Bond Ordinance and the Sale Certificate.

ARTICLE II. REPRESENTATIONS AND AGREEMENTS OF THE CITY

By its acceptance hereof, the City represents and agrees with the Purchaser that:

Section 2.1. The City has all necessary power to (a) execute, deliver and perform its obligations under the Bond Ordinance, the Sale Certificate, this Purchase Agreement and the Paying Agent Agreement; and (b) pledge the Net Revenues to secure the payment of the Bonds pursuant to the Bond Ordinance.

Section 2.2. When executed by the respective parties thereto, the Bond Ordinance, the Sale Certificate, this Purchase Agreement and the Paying Agent Agreement will constitute legal, valid and binding obligations of the City enforceable in accordance with their respective terms, subject to bankruptcy, insolvency, moratorium or other laws affecting creditor’s rights generally and equitable principles, whether considered at law or in equity.

Section 2.3. The City has complied, and will at the Closing be in compliance in all respects, with the obligations on its part contained in the Bond Ordinance, the Sale Certificate, the Paying Agent Agreement and this Purchase Agreement and any and all other agreements relating thereto.

Section 2.4. The City Council has duly adopted the Bond Ordinance and an authorized officer of the City has duly executed the Sale Certificate, each of which shall be in full force and effect on the date of issuance of the Bonds.

Section 2.5. The City is not in breach of or default under any applicable law or administrative regulation of the State of Colorado or the United States or any applicable judgment or decree or any loan agreement, note, resolution, agreement, ordinance, mortgage, lease, sublease or other instrument to which the City is a party or to which it or any of its property is otherwise subject; and the execution and delivery of the Bond Ordinance, the Sale Certificate, the Paying Agent Agreement and this Purchase Agreement, and compliance with the provisions of each thereof will not conflict with or constitute a breach of or default under the City's home rule charter or any law, administrative regulation, judgment, decree, loan agreement, note, ordinance, resolution, agreement or other instrument to which the City is a party or to which the City or any of the City's property is otherwise subject.

Section 2.6. There is no action, suit, proceeding, inquiry or investigation, at law or in equity, before or by any court, public board or body, pending or threatened in writing against the City or others: (a) affecting the existence of the City or the titles of the City's officers to their respective offices; (b) seeking to prohibit, restrain or enjoin the issuance, sale, execution or delivery of the Bonds or the Net Revenues pledged pursuant to the Bond Ordinance; (c) in any way contesting or affecting the validity or enforceability of the Bond Ordinance, the Sale Certificate, the Bonds, this Purchase Agreement or the Paying Agent Agreement or the transactions contemplated thereby; (d) contesting the powers of the City or any authority for the issuance of the Bonds or the execution and delivery of the Bond Ordinance, the Sale Certificate, this Purchase Agreement or the Paying Agent Agreement; or (e) in any way contesting the City's right to undertake the Refunding Project or seeking to prohibit, restrain or enjoin the undertaking of the Refunding Project.

Section 2.7. The City will not take or omit to take any action that will in any way result in the proceeds from the sale of the Bonds being applied in a manner inconsistent with the Bond Ordinance and the Sale Certificate.

Section 2.8. No default or event of default has occurred and is continuing by the City with respect to the Bond Ordinance, the Sale Certificate or the Paying Agent Agreement, and no such event has occurred and is continuing which with the lapse of time, the giving of notice or both would constitute a default or an event of default by the City under the Bond Ordinance, the Sale Certificate or the Paying Agent Agreement.

Section 2.9. Any certificate signed by an authorized officer of the City and delivered to the Purchaser at or prior to the Closing shall be deemed a representation by the City in connection with this Purchase Agreement to the Purchaser as to the statements made therein upon which the Purchaser shall be entitled to rely. The City covenants that between the date hereof and the Closing Date, it will not take any action that will cause the representations made herein to be untrue as of the Closing Date, and the City further covenants to the Purchaser that as of the Closing Date the Bond Ordinance shall be in full force and effect.

Section 2.10. The City has not pledged, assigned, mortgaged or granted a security interest in the Net Revenues other than as set forth in the Bond Ordinance.

ARTICLE III.
PURCHASER'S CONDITIONS

Section 3.1. The Purchaser has entered into this Purchase Agreement in reliance upon the performance by the City of its obligations hereunder and under the Bond Ordinance, both as of the date hereof and as of the Closing Date. The Purchaser's obligations under this Purchase Agreement are and shall be subject to the following further conditions:

(a) At the time of the Closing, (1) the Bond Ordinance, the Sale Certificate, the Paying Agent Agreement and this Purchase Agreement shall be duly authorized, executed and delivered by the parties thereto, shall be in full force and effect and shall not have been materially amended, modified or supplemented, except as therein permitted or as may have been agreed to in writing by the Purchaser; and (2) the proceeds of sale of the Bonds shall be applied in accordance with the Bond Ordinance and the Sale Certificate.

(b) The Purchaser may terminate its obligations hereunder by written notice to the City if, at any time subsequent to the date hereof and on or prior to the Closing Date, the market price of the Bonds shall have been materially adversely affected in the reasonable judgment of the Purchaser by reason of any of the following:

(i) (A) Legislation shall have been enacted by the Congress, introduced in the Congress, or recommended to the Congress for passage by the President of the United States or the United States Department of the Treasury or the Internal Revenue Service or any member of the United States Congress, or favorably reported for passage to either House of Congress by any Committee of such House to which such legislation has been referred for consideration, or (B) a decision shall have been rendered by a court established under Article III of the Constitution of the United States, or the United States Tax Court, or (C) an order, ruling, regulation or communication (including a press release) shall have been issued by the Treasury Department of the United States or the Internal Revenue Service or (D) any action shall be taken or statement made by or on behalf of the President of the United States or the Department of Treasury or the Internal Revenue Service or any member of the United States Congress which indicates or implies that legislation will be introduced in the current or next scheduled session of the United States Congress, with the purpose or effect, directly or indirectly, of requiring the inclusion in gross income for federal income tax purposes of interest to be received by the owners of the Bonds;

(ii) Legislation shall be enacted or any action shall be taken by the Securities and Exchange Commission which, in the reasonable opinion of the Purchaser, has the effect of requiring the offer or sale of the Bonds to be registered under the Securities Act of 1933, as amended (the "Securities Act"), or any other "security," as defined in the Securities Act, issued in connection with or as part of the issuance of the Bonds to be so registered or the Bond Ordinance to be qualified under the Trust Indenture Act of 1939, as amended, or any person to be registered as an investment company under the Investment Company Act of 1940, as amended, or any event shall have occurred or shall exist which, in the reasonable judgment of the Purchaser, makes or has made untrue or

incorrect in any material respect any statement or information related to the issuance of the Bonds;

(iii) The declaration or escalation of war by the United States or the occurrence of any other national emergency or calamity having an adverse effect on the effective operation of the government of or the financial community in the United States;

(iv) The declaration of a general banking moratorium by federal, New York, or Colorado authorities, or the general suspension of trading on any national securities exchange; or

(v) The imposition by the New York Stock Exchange or other national securities exchange, or any governmental authority, of any material restrictions not now in force with respect to the Bonds or obligations of the general character of the Bonds or securities generally, or the material increase of any such restrictions now in force, including without limitation those relating to the extension of credit by, or to the net capital requirements of, the Purchaser.

(c) At or prior to the Closing, the Purchaser shall receive the following:

(i) The approving opinion of Bond Counsel relating to tax matters and enforceability and validity of the Bond Ordinance and the Bonds, dated the Closing Date and addressed to the Purchaser, in a form acceptable to the Purchaser, or a related reliance letter;

(ii) Either the opinion of the City Attorney dated the Closing Date and addressed to the Purchaser or a certificate executed by the City Attorney dated the Closing Date (as agreed by the Purchaser), in a form acceptable to the Purchaser, concerning the due organization and existence of the City, the due adoption and effectiveness of the Bond Ordinance, the due authorization, execution, performance and delivery by the City, and the enforceability against the City of the Sale Certificate and the Paying Agent Agreement, the incumbency of the members of the City Council and the absence of litigation affecting the Bond Ordinance or the City's ability to execute and/or to perform its obligations under the Bond Ordinance;

(iii) The City's certificate, dated the Closing Date, signed by the authorized officers of the City and in form and substance satisfactory to the Purchaser and Bond Counsel, to the effect that (A) the representations of the Bond Ordinance are true and correct in all material respects as of the Closing Date; (B) no litigation is pending or to the best of such officer's knowledge after due inquiry, threatened in writing (i) to restrain or enjoin the issuance or delivery by the City of the Bonds, (ii) in any way contesting or affecting the validity of the Bond Ordinance or the Sale Certificate, (iii) in any way contesting the organization, existence or powers of the City that is material to the ability of the City to issue and deliver the Bonds or to execute, deliver and perform its obligations under the Bond Ordinance or (iv) contesting the City's ability to undertake the Refunding Project, (C) the Bond Ordinance, the Sale Certificate and the Paying Agent Agreement have been duly authorized, executed and delivered by the City, constitute

binding agreements of the City enforceable in accordance with their respective terms except as enforcement thereof may be limited by bankruptcy, insolvency, reorganization, moratorium or other similar laws affecting creditors' rights and by the availability of equitable remedies and has not been modified, amended or repealed; and (D) compliance with the provisions of the Bond Ordinance, under the circumstances contemplated thereby, do not and will not in any material respect conflict with or constitute on the part of the City a breach of or default under any other ordinance, resolution, mortgage, deed of trust, agreement or other instrument to which the City is a party or any law, public administrative rule or regulation, court order or consent decree to which the City is subject;

- (iv) A certified copy of the Bond Ordinance and related affidavits of publication;
- (v) A copy of the duly executed Sale Certificate;
- (vi) The Paying Agent Agreement, duly executed by each of the parties thereto;
- (vii) A tax certificate of the City relating to matters affecting the exclusion from gross income for federal income tax purposes of interest on the Bonds, including the use of proceeds of sale of the Bonds and matters relating to arbitrage rebate pursuant to Section 148 of the Code and the applicable regulations thereunder, in form and substance satisfactory to Bond Counsel;
- (viii) The initial, duly executed Bond;
- (ix) An investment letter from the Purchaser in substantially the form attached hereto as Exhibit B;
- (x) A copy of the executed Information Return for Tax-Exempt Governmental Obligations, Form 8038-G, and evidence of the filing thereof;
- (xi) Such additional legal opinions, certificates, instruments and other documents as the Purchaser may reasonably require.

All the opinions, letters, certificates, instruments and other documents mentioned above or elsewhere in this Purchase Agreement shall be deemed to be in compliance with the provisions hereof if, but only if, they are in form and substance satisfactory to the Purchaser, and the Purchaser shall have the right to waive any condition set forth in this Section.

ARTICLE IV. EXPENSES

All expenses and costs of the City incident to the performance of its obligations in connection with the authorization, sale, issuance and delivery of the Bonds to the Purchaser, and the adoption, execution and delivery of the Bond Ordinance, the Sale Certificate, the Paying Agent Agreement and this Purchase Agreement, including the fees and expenses of Bond Counsel, the City Attorney, the Financial Adviser, the Paying Agent and other expenses incurred by the City shall be paid by or on behalf of the City from the proceeds of sale of the Bonds or

other revenues available to the City. The Purchaser shall pay all fees and expenses of its counsel and all other out-of-pocket expenses of the Purchaser.

If the obligation of the Purchaser is terminated pursuant to Article III hereof, such termination shall occur without either party incurring any liability to the other party.

ARTICLE V.
GENERAL

Any notice or other communication to be given to the Purchaser under this Purchase Agreement may be given by delivering the same in writing to _____. Any notice or other communication to be given to the City under this Purchase Agreement may be given by delivering the same in writing to City of Louisville, Colorado, 749 Main Street, Louisville, Colorado 80227, Attention: Finance Director. The approval or other action or exercise of judgment by the Purchaser shall be evidenced by a writing signed on behalf of the Purchaser and delivered to the City.

This Purchase Agreement is made solely for the benefit of the City and the Purchaser and no other person shall acquire or have any right hereunder or by virtue hereof. All the representations and agreements contained herein shall remain operative and in full force and effect and shall survive delivery of and payment for the Bonds hereunder and regardless of any investigation made by the Purchaser or on its behalf.

This Purchase Agreement shall be governed by the laws of the State of Colorado.

This Purchase Agreement may be executed in several counterparts, each of which shall be an original and all of which shall constitute but one and the same instrument.

This Purchase Agreement shall become effective upon (a) its execution by the Purchaser and the City and (b) the effective date of the Bond Ordinance.

Very truly yours,

[PURCHASER]

By: _____
Title: _____

After due consideration, this Bond Purchase Agreement is hereby accepted this _____, 2013.

CITY OF LOUISVILLE, COLORADO

By: _____
[City Manager][Finance Director]

EXHIBIT A
TERMS FOR BONDS

1. Issue Size: \$[par amount]
2. Purchase Price: \$[par amount]
3. Purchaser's Fee:
4. Accrued Interest: \$-0-
5. Principal Payment Date: December 1
6. Interest Payment Dates: June 1 and December 1, beginning June 1, 2014
7. Interest Rate: _____% per annum
8. Maturity Date: December 1, 2024 (See 12. below)
9. Dated Date: Closing Date
10. Form: Registered Refunding Bonds (a single term Bond to be initially issued)
11. Closing Date: [Closing Date], 2013
12. Redemption:

The Bonds shall not be subject to optional redemption prior to December 1, 20___. The Bonds shall be subject to optional redemption, in whole or in part, on December 1, 20___, and on any date thereafter, at the option of the City, at a redemption price equal to the principal amount thereof plus accrued interest thereon, without premium. If the Bonds are redeemed in part, the City may choose whether it shall receive a pro rata credit against the outstanding mandatory sinking fund redemption requirements or whether it shall receive a credit against the outstanding mandatory sinking fund redemption requirements in inverse order of maturity. Upon any such partial optional redemption, a new mandatory sinking fund schedule shall be provided by the City to the Purchaser.

The Bonds are subject to mandatory sinking fund redemption as described in the Bond Ordinance and Sale Certificate as set forth below.

MANDATORY SINKING FUND REDEMPTION

The Bonds are subject to mandatory sinking fund redemption at a redemption price equal to 100% of the principal amount thereof plus accrued interest to the redemption date. As and for a sinking fund for the redemption of the Bonds, there shall be redeemed (after any credits provided for in the Bond Ordinance) on December 1 in the following years the following principal amounts of Bonds:

<u>Year</u>	<u>Principal Amount</u>
2014	
2015	
2016	
2017	
2018	
2019	

2020
2021
2022
2023

The remaining \$_____ of the Bonds maturing on December 1, 2024 shall be paid upon presentation and surrender at maturity.

EXHIBIT B
Form of Purchaser's Letter

City of Louisville, Colorado
749 Main Street
Louisville, CO 80227

Sherman & Howard L.L.C.
633 17th Street, Suite 3000
Denver, CO 80202

\$ _____
City of Louisville, Colorado
Water and Wastewater Enterprise
Revenue Refunding Bonds, Series 2013

Ladies and Gentlemen:

[Purchaser] (the "Purchaser") has agreed to purchase [Par Amount] principal amount of the captioned Bonds (the "Bonds") which are to be issued by the City of Louisville, Colorado (the "City") pursuant to an ordinance adopted by the City Council of the City on second reading on August 6, 2013 (the "Bond Ordinance"), a Sale Certificate (the "Sale Certificate") executed by an authorized officer of the City in accordance with the terms and provisions of the Bonds Ordinance, and a Bond Purchase Agreement between the City and the Purchaser. All capitalized terms used herein, but not defined herein, shall have the respective meanings set forth in the Bond Ordinance and the Sale Certificate. The undersigned, an authorized representative of the Purchaser, hereby represents to you that:

1. The Purchaser has sufficient knowledge and experience in financial and business matters, including purchase and ownership of municipal and other tax-exempt obligations, to be able to evaluate the risks and merits of the investment represented by the purchase of the Bond.

2. The Purchaser has authority to purchase the Bond and to execute this letter and any other instruments and documents required to be executed by the Purchaser in connection with the purchase of the Bond.

3. The undersigned is a duly appointed, qualified and acting representative of the Purchaser and is authorized to cause the Purchaser to make the certifications, representations and warranties contained herein by execution of this letter on behalf of the Purchaser.

4. The Purchaser is (a) an affiliate of _____, (b) a trust or other custodial arrangement established by _____ or one of its affiliates, the owners of the beneficial interests in which are limited to "qualified institutional buyers" as defined

in Rule 144A promulgated under the Securities Act of 1933, as amended (the “1933 Act”) or (c) a qualified institutional buyer that is a commercial bank with capital and surplus of \$5,000,000,000 or more.

5. The Purchaser understands that no official statement, prospectus, offering circular, or other comprehensive offering statement is being provided with respect to the Bonds. The Purchaser has made its own inquiry and analysis with respect to the City, the System, the Refunding Project, the Bonds and the security therefor, and other material factors affecting the security for and payment of the Bonds.

6. The Purchaser acknowledges that it has either been supplied with or been given access to information, including financial statements and other financial information, regarding the Water and Wastewater Enterprise Activity Fund, the System and the City, to which a reasonable investor would attach significance in making investment decisions, and has had the opportunity to ask questions and receive answers from knowledgeable individuals concerning the City, the System, the Refunding Project, the Bonds and the security therefor, so that as a reasonable investor, it has been able to make its decision to purchase the Bonds.

7. The Purchaser understands that the Bonds (i) are not registered under the 1933 Act and are not registered or otherwise qualified for sale under the “Blue Sky” laws and regulations of any state, (ii) are not listed on any stock or other securities exchange, and (iii) carry no rating from any credit rating agency.

8. The Bonds are being acquired by the Purchaser for investment for its own account and not with a present view toward resale or distribution; provided, however, that the Purchaser reserves the right to sell, transfer or redistribute the Bonds after the Final Advance Date, but agrees that any such sale, transfer or distribution by the Purchaser shall be to a Person:

(a) that is an affiliate of the Purchaser;

(b) that is a trust or other custodial arrangement established by the Purchaser or one of its affiliates, the owners of any beneficial interest in which are limited to qualified institutional buyers or accredited investors; or

(c) that is a qualified institutional buyer and a commercial bank having capital and surplus of \$5,000,000,000 or more.

[PURCHASER]

By _____
Name _____
Title _____

CITY OF LOUISVILLE, COLORADO
WATER AND WASTEWATER ENTERPRISE
REVENUE REFUNDING BONDS, SERIES 2013

REGISTRAR AND PAYING AGENT AGREEMENT

THIS REGISTRAR AND PAYING AGENT AGREEMENT, dated _____, 2013, is by and between the CITY OF LOUISVILLE, COLORADO, a political subdivision duly organized and existing under the constitution and laws of the State of Colorado (the “City”) and U.S. BANK NATIONAL ASSOCIATION, Denver, Colorado, a national banking association having and exercising full and complete trust powers, duly organized and existing under and by virtue of the laws of the United States of America (the “Bank”).

WITNESSETH:

WHEREAS, by Ordinance of the City Council of the City duly adopted on second reading on August 6, 2013 (the “Bond Ordinance”), and a related Sale Certificate executed by the Finance Director of the City on _____, 2013 (the “Sale Certificate”), the City has authorized the issuance of the City of Louisville, Colorado, Water and Wastewater Enterprise Revenue Refunding Bonds, Series 2013, in the principal amount of \$_____ (the “Bonds”); and

WHEREAS, all capitalized terms used herein and not otherwise defined herein shall have the meanings given to them in the Bond Ordinance and the Sale Certificate; and

WHEREAS, copies of the Bond Ordinance and the Sale Certificate have been delivered to the Bank and the provisions therein set forth are incorporated by reference as if set forth herein verbatim in full; and

WHEREAS, it is mutually desirable to the City and the Bank that the Bank, through its Corporation Trust Department located in Denver, Colorado, act as Paying Agent for the Bonds; and

WHEREAS, it is mutually desirable that this agreement (this “Agreement”) be entered into between the City and the Bank to provide for certain aspects of such Paying Agent services.

NOW, THEREFORE, the City and the Bank, in consideration of the mutual covenants herein contained, agree as follows:

1. The City hereby appoints the Bank to serve as Paying Agent in accordance with the terms and provisions of the Bond Ordinance, the Sale Certificate and this Agreement. The Bank hereby accepts all duties and responsibilities of the Paying Agent as provided in the Bond Ordinance, the Sale Certificate and this Agreement, including without limitation, the authentication, transfer, exchange and replacement of the Bonds. The Bank shall cause the Bonds to be honored in accordance with their terms, provided that the City causes to be made available to the Bank all funds necessary in order to so honor the Bonds. Nothing in this

Agreement shall require the Bank to pay or disburse any funds in excess of the amounts then on deposit in the “Principal and Interest Payment Account” provided for in Section 3 of this Agreement or in the “Costs of Issuance Fund” provided for in Section 4 of this Agreement. Nothing in this Agreement shall require the City to pay or disburse any funds for payment of the principal of the Bonds or interest thereon except at the times and in the manner provided in the Bond Ordinance and the Sale Certificate.

2. Not less than five (5) Business Days prior to each payment date on the Bonds, the Bank shall give written notice to the City of the amount of principal and/or interest on the Bonds which is due on the payment date. Failure by the Bank to give such written notice to the City, or any defect therein, shall not relieve the City of its obligation to remit payment to Bond owners on scheduled payment dates.

3. Not less than three (3) Business Days prior to each regularly scheduled payment date of the Bonds, funds for the payment of the Bonds and interest thereon are to be transferred by the City by wire transfer to the Bank, and the Bank shall deposit such amounts so received in an account designated “Principal and Interest Payment Account.” At the time of the deposits to the Principal and Interest Payment Account provided herein, the Bank shall notify the City if the amounts credited (together with any amounts available for such purpose theretofore deposited to the Principal and Interest Payment Account) will not be sufficient to pay the installment of principal or interest, or both, as the case may be, next due on the Bonds. In the event of any such deficiency, the City shall promptly remit any additional amounts necessary to pay the principal and interest on the Bonds next due. The funds so deposited in the Principal and Interest Payment Account shall be held uninvested and applied by the Bank through its Corporate Trust Department solely for the payment of principal of and interest on the Bonds. From such funds, the Bank agrees to pay at the times and in the manner provided in the Bond Ordinance and the Sale Certificate, the principal of and interest on the Bonds.

4. On the date of issuance of the Bonds, there shall be deposited into the Costs of Issuance Fund referred to in the Bond Ordinance and hereby created and held by the Paying Agent and designated as the “City of Louisville, Colorado, Water and Wastewater Enterprise Revenue Refunding Bonds, Series 2013, Costs of Issuance Fund” (the “Costs of Issuance Fund”) an amount equal to \$_____. The Bank shall use the funds on deposit in the Costs of Issuance Fund to pay costs of issuance upon the written direction of the Finance Director of the City or his designee. Any amounts on deposit in the Costs of Issuance Fund remaining after the payment of all the costs of issuance of the Bonds shall be transferred by the Bank to the City at the written direction of the Finance Director.

5. No provision of this Agreement shall require the Bank to expend or risk its own funds or otherwise incur any financial liability for performance of any of its duties hereunder, or in the exercise of any of its rights or powers.

6. All moneys received by the Bank hereunder shall be held in trust for the purposes for which they were received, but need not be segregated from other funds except to the extent required by the Bond Ordinance or by law.

7. The City shall pay to the Bank fees in accordance with its then existing fee schedule. No new fee schedule shall become effective until 30 days after the Bank has given the City notice hereof.

8. Unless waived by the Bank, the City agrees to provide the Bank with not less than 35 days' notice of any prior optional redemption of the Bonds, unless otherwise agreed to by the Bank. The City shall not be required to provide the Bank with notice of any mandatory sinking fund redemption of the Bonds.

9. If requested by the Bank, the City agrees to provide the Bank with a supply of blank Bonds for use in the transfer and exchange of Bonds.

10. Any moneys held by the Bank for the owners of the Bonds remaining unclaimed for two years after principal of and interest on the respective Bonds with respect to which such moneys have been set aside has become due and payable shall without further request by the City be paid to the City.

11. The Bank may become the owner of Bonds and may otherwise deal with the City with the same rights which it would have if it were not the Paying Agent hereunder. The Bank may engage in or be interested in any financial or other transaction with the City.

12. At least 30 but not more than 60 days prior to _____, 2018, _____, 2023, and on the date on which the last Bond is discharged, the Bank will send written notice to the City stating that the City must: (i) compute the amount of rebatable arbitrage, if any, which is due the federal government pursuant to Sections 103 and 148(f) of the Internal Revenue Code of 1986, as amended, and (ii) pay such amount no later than sixty (60) days from _____, 2018, _____, 2023, and on the date on which the last Bond is discharged. The Bank shall have no further obligation or duty related to the City's arbitrage related obligation under Sections 103 and 148(f) of the Internal Revenue Code of 1986 other than giving notice to the City as provided herein.

13. This Agreement may be terminated as hereinafter provided. The Bank may resign as Paying Agent at any time upon thirty (30) days written notice to the City. The City may remove the Bank as Paying Agent upon thirty (30) days written notice to the Bank. No resignation or removal of the Paying Agent may take effect until a successor is appointed. If an instrument of acceptance of a successor Paying Agent shall not have been delivered to the Bank within thirty (30) days of the giving of such notice of resignation, the Bank may petition any court of competent jurisdiction for the appointment of a successor Paying Agent. Upon any resignation or removal of the Bank as Paying Agent, the Bank shall deliver to the City or its designee all funds held by the Bank as Paying Agent and the registration records of the Paying Agent, as registrar and transfer agent for the Bonds.

14. As to the existence or nonexistence of any fact or as to the sufficiency or validity of any instrument, paper or proceeding, the Bank shall be entitled to rely upon a certificate signed by an authorized officer of the City as sufficient evidence of the facts therein contained and prior to the occurrence of a default of which the Bank has been notified, the Bank may accept a similar certificate to the effect that any particular dealing, transaction or action is

necessary or expedient, but may, at its discretion, secure such further evidence deemed necessary or advisable, but shall in no case be bound to secure the same. The Bank may accept a certificate of the City Clerk of the City to the effect that an ordinance or a resolution in the form therein set forth has been adopted by the City as conclusive evidence that such ordinance or resolution has been duly adopted and is in full force and effect.

15. At any time, the Bank may apply to the City for instructions and may consult counsel for the City or nationally recognized bond counsel with respect to any matter arising in connection with this Agreement and it shall not be liable for any action taken or omitted by it in good faith in accordance with such instructions or upon the advice or opinion of such counsel. The Bank shall be protected in acting upon any paper or document believed by it in good faith to be genuine and to have been signed by any authorized officer of the City and shall not be held to have notice of any change of authority of any authorized officer until receipt by it of written notice thereof by the City. The Bank shall also be protected in recognizing Bonds that it reasonably believes bear the manual or facsimile signatures of the authorized officers of the City. The Bank shall not be responsible, for any reason, for any action taken nor omitted to be taken by it in good faith or for anything whatever in connection with this Agreement or any of the Bonds except for its own negligence, willful misconduct or bad faith in the performance of any duty to be performed by the Bank hereunder.

16. Any company or national banking association into which the Bank may be merged or converted or with which it may be consolidated or any company or national banking association resulting from any merger, conversion or consolidation to which it shall be a party or any company or national banking association to which the Bank may sell or transfer all or substantially all of its corporate trust business, provided such company shall be eligible, shall be the successor to such Bank without execution or filing of any paper or further act, anything herein to the contrary notwithstanding.

17. The rights of the City under this Agreement shall be deemed to be a contract made under and shall be construed in accordance with and governed by the laws of the State of Colorado.

18. This Agreement is made solely for the benefit of the City, the Bank, their successors and assigns, and the registered owners of the Bonds, and no other person or entity shall have any right, benefit or interest under or because of the existence of this Agreement.

19. If any section, subsection, paragraph, clause or other provision of this Agreement shall for any reason be held to be invalid or unenforceable, the invalidity or unenforceability thereof shall not affect any of the remaining sections, subsections, paragraphs, clauses or provisions of this Agreement.

20. This Agreement may be executed in any number of counterparts, each of which shall be deemed an original and all of which shall constitute one and the same Agreement.

21. In the event of any conflict between the provisions of this Agreement and the provisions of the Bond Ordinance, the provisions of the Bond Ordinance shall be controlling.

IN WITNESS WHEREOF, the Bank and the City have caused this Agreement to be duly executed and delivered as of the day and year first above written.

CITY OF LOUISVILLE, COLORADO

(SEAL)

ATTESTED:

City Clerk

Mayor

U.S. BANK NATIONAL ASSOCIATION

By: _____
Vice President

**REQUEST FOR PROPOSALS
To Purchase
WATER and WASTEWATER ENTERPRISE
REVENUE REFUNDING BONDS,
SERIES 2013**

CITY OF LOUISVILLE, COLORADO

June 17, 2013

Overview

The City of Louisville, Colorado, (the “City”) is seeking proposals from direct purchasers for approximately \$8,340,000 of its Water and Wastewater Enterprise Series 2013 Revenue Refunding Bonds (the “Bonds”).

The Bonds are special and limited obligations of the Enterprise payable solely out of and secured by an irrevocable pledge of and first lien (but not necessarily an exclusive first lien) upon net revenues (the “Net Pledged Revenues”) of the City’s water and wastewater systems (the “System”). The Bonds are being issued for the purpose of refunding, paying, and discharging the Enterprise’s outstanding Loan Agreement with the Colorado Water Resources and Power Development Authority which is associated with the Authority’s 2003 Series A Water Resources Revenue Bonds (the “Refunded Loan” and the “Refunded Bonds”). The Bonds will be tax-exempt and will be issued in a single series.

Several institutions have expressed interest in providing this financing, and the Enterprise has chosen to seek proposals from prospective purchasers. The Enterprise reserves the right to reject all proposals, negotiate with any prospective purchaser, and seek financing through other means. If the Bonds are not delivered for any reason, bidders will have no recourse against the City, its financial advisor, general counsel, bond counsel, or any of their affiliates, agents, or representatives for any expenses, losses, damages, or liability incurred.

The City’s intention is to select a single purchaser of the Bonds, and it is not contemplated that there will be any public distribution of the Bonds or any interest therein. The Bonds and associated documents will contain transfer restrictions limiting transfers of the Bonds to accredited investors within the meaning of Regulation D under the Securities Act of 1933, and the Purchaser and any subsequent transferee will be required to deliver an investment letter satisfactory to the City. The City will not enter into any undertaking to provide information through any public repository in connection with the Bonds, and no CUSIP number shall be assigned to the Bonds or any instrument evidencing ownership or participation in the Bonds.

No official statement, offering memorandum, or other disclosure document will be prepared by the City. Certain information about the City and the Bonds is provided herein for descriptive purposes, but the Purchaser shall be solely responsible for investigating the Bonds and related matters in the course of making its own credit decision. The City will **not** apply for a rating on the Bonds.

The City expects the interest paid on the Bonds to be excludable from gross income for federal and Colorado State income tax purposes, and not a specific preference item or included in adjusted current earnings for payment of the federal alternative minimum tax and not subject to Colorado State alternative minimum tax. The City expects to designate the Bonds as “qualified tax-exempt obligations” for purposes of Section 265(b) of the Internal Revenue Code of 1986, as amended, and the Bonds will therefore be considered “bank-qualified”.

The City

The City is located in Boulder County approximately 25 miles northwest of Denver and six miles east of the City of Boulder. With a population of approximately 18,500, the City encompasses an area of approximately 7.9 square miles. Incorporated in 1882, the City became a home-rule municipality after adoption of its City Charter in 2001. The City operates under a Mayor-Council-Manager form of government whereby the Council is the governing body of the City and consists of six council members and the Mayor.

The City is strongly influenced by the U.S. Highway 36 corridor from Denver to Boulder, as well as by development in adjacent municipalities.

The System

The System is comprised of all of the water, wastewater, and stormwater facilities owned and operated by the City and the Enterprise. The System is administered by the City’s Department of Public Works and is currently staffed with 19 employees in the Water Utility and 11 employees in the Wastewater Utility.

The Enterprise’s water facilities consist of two City owned reservoirs, numerous water resource interest in local ditch and reservoir companies, water storage tanks, and transmission and distribution lines all designed to meet current regulations for water treatment. The two water treatment plants and three treated water storage tanks have a total capacity of 13 mgd of treatment and approximately 9 million gallons of storage. The water treatment capacity consists of 8 mgd at the North treatment plant and 5 at the Howard Berry treatment plant. Both plants use the conventional treatment process including coagulation, sedimentation, filtration and disinfection. The Enterprise’s average daily demand for water treatment is 3.5 million gallons. The Enterprise supports approximately 127 miles of water lines. Water is provided from South Boulder Creek and the Northern Colorado Water Conservancy District.

The Enterprise's wastewater treatment plant has a rated capacity of 3.4 mgd and is currently experiencing flow of 1.7 mgd. The plant is an activated sludge, extended aeration plant meeting secondary treatment with UV disinfecting. The Enterprise maintains approximately 118 miles of wastewater collection lines, which ship sewage to the Coal Creek sewage treatment plant.

The water facilities serve an estimated 6,259 residential and 377 commercial customers and utility fees are charged monthly on a tiered basis, which varies based on the size of meter for commercial accounts. Water charges outside the City limits are double the rates inside the City limits.

The wastewater facilities serve an estimated 7,793 residential and 700 commercial customers. Residential sewer accounts within the City's boundaries are charged \$16.29 per month and commercial sewer accounts are charged on a tiered basis with different tier charges based on summer versus winter usage. Wastewater charges outside the City limits are double the rates inside the City.

The Enterprise increased water rates by 6% and sewer rates by 4% effective in January of this year. City Staff estimates this increase will add approximately \$270,000 to water revenue and \$72,000 to wastewater revenue, assuming a normal, non-drought year. Historically, the Enterprise has collected 100% of its billed monthly charges. The Enterprise is currently in the process of conducting a comprehensive utility rate study with a utility rate task force working with a consultant to review current policies, long-term financial structure, tap fees, and user charges.

City and Enterprise Finances

Information on the City's and the Enterprise's facilities and operations, including budgets and audits, is available on the City's website at: <http://www.louisvilleco.gov/>.

Series 2013 Bonds

Upon the issuance of the Bonds and the refunding of the Refunded Bonds, the Bonds will be the only outstanding debt of the Enterprise

The Bonds will be fixed rate obligations with interest payable June 1 and December 1, starting June 1, 2014. The principal component will be payable annually on December 1, beginning December 1, 2014. The final payment will be December 1, 2024. The Bonds are expected to be issued as tax-exempt securities.

Below is the City's preferred principal amortization schedule based upon its current estimate of payments:

Principal Due 12-1	Principal Repayment (estimated)
2014	\$ 655,000
2015	705,000
2016	715,000
2017	735,000
2018	750,000
2019	760,000
2020	775,000
2021	785,000
2022	805,000
2023	820,000
2024	835,000

Financial Performance, Security, and Legal Covenants

The table below reflects pledged revenue coverage of projected maximum annual debt service on the Bonds for the last five years (amounts shown in thousands). Revenue growth in 2011 and 2012 is partially attributable to increases in tap fee revenue from new development within the City.

Year	Gross Pledged Revenues	Expenses	Net Pledged Revenues	Projected MADS on 2013 Bonds*	Historical Coverage of Projected MADS
2012	\$ 12,400	\$ 4,464	\$ 7,936	\$ 855	9.28
2011	9,024	4,350	4,674	855	5.47
2010	6,718	4,182	2,536	855	2.97
2009	6,596	4,164	2,432	855	2.84
2008	8,827	4,082	4,745	855	5.55

- Preliminary - subject to change. Does not include annual water supply lease payments of approximately \$65,000 scheduled through 2017.

The Bonds will be secured by an irrevocable pledge of and first lien (but not necessarily an exclusive first lien) upon the Net Pledged Revenues, which represent all System income remaining after the deduction of operation and maintenance expenses.

The Enterprise will make the following legal covenants with respect to the Bonds:

Rates and charges will be set so that Net Pledged Revenues will equal at least 115% of the combined annual debt service requirements due on all existing and future Parity Bonds in a fiscal year.

No additional Parity Bonds will be issued unless Net Pledged Revenues in the fiscal year prior to the issuance of the proposed Parity Bonds were equal to at least 115% of the combined maximum annual debt service requirements on all outstanding and proposed Parity Bonds. Rate increases which have been put into effect during or after the prior fiscal year will be used to restate the Net Pledged Revenues as though those rates had been in effect for the full fiscal year. No bonds can be issued with a lien on Net Pledged Revenues which is superior to that of the Bonds.

The City does will not provide a debt service reserve fund the Bonds.

Other Participants in the Transaction

The law firm of Sherman & Howard will serve as bond counsel for this transaction. At closing, bond counsel will deliver an opinion stating that interest on the Bonds is excludable from gross income for federal and Colorado state income tax purposes, as further described in such opinion, and subject to the assumptions set forth therein. BLX Group LLC serves as financial advisor to the City.

Tentative Schedule of Events

The City expects to select the firm which it believes will best meet its overall expectations for the proposed financing. However, the City reserves the right to reject any and all proposals submitted in response to this RFP, to negotiate with any proposer and to seek financing through other means. The City also reserves the right to request additional information from any of the proposing firms.

June 17	Distribution of RFP to prospective purchasers
July 10	Proposals due
July 15	Purchaser tentatively selected
July 16	First Reading of Bond Ordinance
August 6	Second Reading of Bond Ordinance
September 12	Closing and delivery of funds

Submission of Proposals

The proposal should provide a single, fixed interest rate which will be applied to the Bonds. If the submitted interest rate is subject to change prior to closing in September 2013, please explain the method, including any applicable formula or indexed calculation, which will be used to determine the final rate on the day of pricing.

Separate fixed rate interest proposals should be provided assuming both a non-callable structure and a structure with a pre-payment option in December, 2019. Proposing firms may also submit additional interest rate proposals reflecting alternative prepayment options for consideration by the City.

The proposal should also clearly indicate the total amount of any fees and expenses which will be charged to the City if your proposal is accepted, including any fees payable by the City for your legal representation. If your firm expects to be represented by outside counsel, please identify the firm which you will retain for that purpose.

Please submit your proposal, in the form of a proposed term sheet, by e-mail no later than 3 pm Mountain time on July 10, 2013, to:

Mr. Kevin Watson, Finance Director
City of Louisville
749 Main Street
Louisville, CO 80027
(303) 335-4505
kevinw@louisvilleco.gov

Thank you for your interest.